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BOARD CERTIFIED ESTATE PLANNING
AND PROBATE LAWYER
BOARD CERTIFIED REAL ESTATE LAWYER

MEMBER OF D.C. BAR
MEMBER OF N.Y. BAR
MEMBER OF OHIO BAR

April 9, 1998

BOCA RATON & DELRAY
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PLEASE REPLY TO:
Hollywood

FILE NO.:
DRCGI-0001

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: DRC Realty Group, Inc.

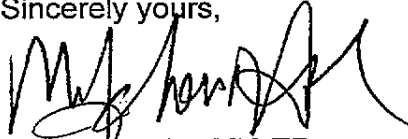
100002488531--0
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*****35.00 *****35.00

Dear Sir/Madame:

You will find enclosed an original and a copy of the Amendment to Articles of Incorporation of DRC Realty Group, Inc. You will also find enclosed our check in the amount of \$35.00 for filing these Articles. Please return a copy of the Amended Articles of Incorporation once they have been accepted by your office, in the enclosed self-addressed, stamped envelope.

If there are any problems, please feel free to contact me. Thank you for your anticipated cooperation.

Sincerely yours,


MITCHELL D. ADLER

Encl.

MDA/kc

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APPROVED
AND
FILED

98 MAY -1- PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P980000023785
4P8
Amend
45-1-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 20, 1998

ABRAMS ANTON P.A.
% MITCHELL ADLER
P.O. BOX 229010
HOLLYWOOD, FL 33022-9010

SUBJECT: DRC REALTY GROUP, INC.
Ref. Number: P98000023785

We have received your document for DRC REALTY GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 698A00021099

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
DRC REALTY GROUP, INC.**

Pursuant to the provisions of Florida Statutes §§ 607.1005, 607.1006, the undersigned being the sole incorporator of **DRC REALTY GROUP, INC.**, hereby adopts the following Articles of Amendment to the Articles of Incorporation of **DRC REALTY GROUP, INC.**

1. The name of the corporation is **DRC REALTY GROUP, INC.**, a Florida corporation.
2. The following Amendment to the Articles of Incorporation were adopted by the sole incorporator of the corporation without shareholder action on March 12, 1998 and shareholder action was not required since the corporation has not yet issued shares.
3. The Articles of Incorporation are amended and the Articles of Incorporation shall be replaced with the Articles as follows:

ARTICLE V-DIRECTORS

The corporation shall have one (1) Director. The number of Directors may be decreased or increased from time to time by the By-Laws adopted by the shareholders, but shall never less than one (1). The name and address of the Director that shall hold office until successors are elected and have qualified is:

**CYRUS S. WEST
1111 Lincoln Road
Suite 800
Miami Beach, FL 33139**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY -1 PM 3:55

APPROVED
AND
FILED

ARTICLE VIII-OFFICERS

The officer of the corporation is as follows:

<u>Names</u>	<u>Address</u>	<u>Office</u>
Cyrus S. West	1111 Lincoln Road Suite 800 Miami Beach, FL 33139	President/ Secretary/ Treasurer

4 The undersigned being the sole incorporator approves the amendment without shareholder action.

IN WITNESS WHEREOF, the undersigned as the sole incorporator of the foregoing corporation has executed the foregoing Articles of Amendment to the Articles of Incorporation of **DRC REALTY GROUP, INC.** on this 27 day of APRIL, 1998.


MITCHELL D. ADLER

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared **Mitchell D. Adler, Esq., incorporator for DRC REALTY GROUP, INC.** known to me to be the person described in and who executed the foregoing Articles of Amendment to the Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27 day of April, 1998.


Notary Public - STATE OF FLORIDA

My commission expires:

