

P98000024229



ACCOUNT NO. : 072100000032

REFERENCE : 790749 8973A

AUTHORIZATION

Patricia Pujant

COST LIMIT : \$ 35.00

ORDER DATE : April 22, 1998

ORDER TIME : 11:38 AM

ORDER NO. : 790749-005

CUSTOMER NO: 8973A

700002496697--3

CUSTOMER: Robert J. Friedman, Esq
Robert J. Friedman, P.a.
Suite A
1150 E. Hallandale Beach Blvd.
Hallandale, FL 33009

DOMESTIC AMENDMENT FILING

NAME: ATLANTIC SQUARE PROPERTIES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

Amend
SP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 22 PM 2:28

RECEIVED
98 APR 22 PM 1:08
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ATLANTIC SQUARE PROPERTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 22 PM 2:28

FIRST: Amendment adopted: The amendment was approved by the shareholders. The numbers of votes cast for the amendment was sufficient for approval. ARTICLE II - NATURE OF BUSINESS

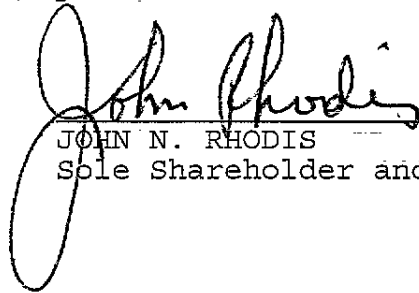
The sole purpose of the Corporation is to acquire, own, hold, maintain, and operate the shopping center at 2500-2780 East Atlantic Boulevard, Pompano Beach, Florida (the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. Notwithstanding anything contained herein to the contrary, the Corporation shall not engage in any business, and it shall have no purpose, unrelated to the Property and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the purposes of the Corporation.

SECOND: The Corporation's ability to incur indebtedness should be limited to the indebtedness to Daiwa Finance Corp., its successors and/or assigns (the "Lender"), and the liabilities in the ordinary course of business relating to the ownership and operation of the Property.

THIRD: As long as the indebtedness remains outstanding, the Corporation shall not be dissolved, liquidated, consolidated, or merged. In addition, except as permitted by the Lender in writing, the corporation shall not sell, encumber or otherwise dispose of

all or substantially all of the assets of the Corporation or amend the articles of incorporation.

Signed this 20 day of April, 1998.

A handwritten signature in cursive script, appearing to read "John Rhodis", is written over a horizontal line.

JOHN N. RHODIS
Sole Shareholder and Sole Director