



P98000039046

ACCOUNT NO. : 072100000032

REFERENCE : 864276 4332563

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 35.00

FILED
98 JUN 22 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 22, 1998

ORDER TIME : 10:01 AM

ORDER NO. : 864276-005

CUSTOMER NO: 4332563

CUSTOMER: Mr. Stefan Pigan
Mittrani Rynor Adamsky
2200 Suntrust International
One Southeast Third Avenue
Miami, FL 33131

300002567533--8

DOMESTIC AMENDMENT FILING

NAME: TWIN APARTMENTS, 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: Brenda Phillips

EXAMINER'S INITIALS:

**02250, 00563, 00580, 00587, 00672*

REC'D
98 JUN 22 11:43
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1998

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: TWIN APARTMENTS, INC.
Ref. Number: P98000039046

RESUBMIT

Please give original
submission date as file date.

We have received your document for TWIN APARTMENTS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 698A00034381

RECEIVED
98 JUN 25 PM 1:09
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TWIN APARTMENTS, INC.

98 JUN 22 PM 2:16
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida corporation amends the Articles of Amendment to the Articles of Incorporation it filed on May 13, 1998, by deleting them in their entirety and replacing them with the following:

ARTICLE I

The name of this corporation shall be Twin Apartments, Inc.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation with the Department of State, State of Florida, and shall have a perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be 2307 Douglas Road, Suite 401, Miami, Florida 33145.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with

real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statutes Section 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for its administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person, by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent permitted by Florida Statutes Section 607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having a par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the Board of Directors.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

Mario R. Jimenez
2307 Douglas Road
Suite 401
Miami, Florida 33145

ARTICLE VII

The initial Board of Directors shall consist of a total of one person and the name and address of the person who is to serve as the initial director is:

Mario R. Jimenez
2307 Douglas Road
Suite 401
Miami, Florida 33145

ARTICLE VIII

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Mario R. Jimenez	2307 Douglas Road
President	Suite 401
	Miami, Florida 33145

Santiago J. Alvarez, Jr.	3775 Kumquat Avenue
Vice President	Coconut Grove, Florida
	33133

Mario R. Jimenez	2307 Douglas Road
Secretary & Treasurer	Suite 401
	Miami, Florida 33145

ARTICLE IX

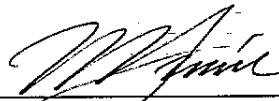
The name and address of the incorporator executing these Articles of Incorporation shall be:

Mario R. Jimenez
2307 Douglas Road
Suite 401
Miami, Florida 33145

ARTICLE X

The foregoing amendment was recommended for adoption by the Board of Directors to the Shareholders of the Corporation on June 18, 1998, and was adopted on that date by the unanimous written consent of all Shareholders entitled to vote.

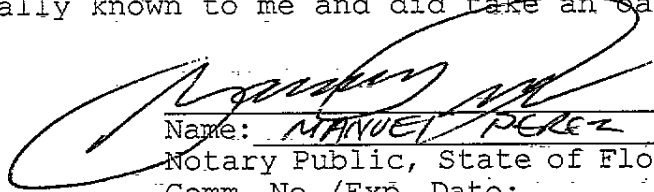
The undersigned has executed these Articles of Amendment to Articles of Incorporation this 24th day of June, 1998.

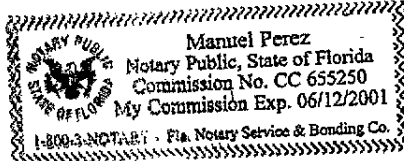

MARIO R. JIMENEZ, Incorporator
President / Director

STATE OF FLORIDA)
)
COUNTY OF DADE)

SS:

The foregoing instrument was acknowledged before me this 24th day of June, 1998, by MARIO R. JIMENEZ, as President of Twin Apartments, Inc. a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.


Name: MANUEL PEREZ
Notary Public, State of Florida
Comm. No./Exp. Date: _____



[NOTARY SEAL]

AMENDED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes Section 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that TWIN APARTMENTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, has named Mario R. Jimenez whose address is 2307 Douglas Road, Suite 401, Miami, Florida 33145, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


MARIO R. JIMENEZ
Registered Agent