



THE UNITED STATES
CORPORATION
COMPANY

P98000042004

ACCOUNT NO. : 072100000032

REFERENCE : ~~810466~~ *Patricia* 8690A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : May 7, 1998

ORDER TIME : 1:45 PM

ORDER NO. : 810466-010

CUSTOMER NO: 8690A

CUSTOMER: Ms. Irene Rubanchik
Bedzow Korn Brown Wolfe &
P. O. Box 8020

Hallandale, FL 33008

700002519237--1

DOMESTIC AMENDMENT FILING

NAME: THE METROPOLIS OF SOUTH BEACH,
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: Robert Maxwell

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 11 PM 4:19

FILED

DIVISION OF CORPORATION

98 MAY 11 PM 3:21

RECEIVED

512
For Amend

FILED

98 MAY 11 PM 4:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE VII of the Articles of Incorporation of
THE METROPOLIS OF SOUTH BEACH, INC. shall be amended to read as
follows:

ARTICLE VII. OFFICERS

The name 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:

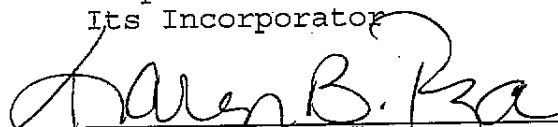
Andrea S. Greenwald	1320 South Dixie Highway, Suite 781
Pres./Sec./Treas.	Coral Gables, Florida 33146

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 11th day
of May, 1998.

Corporation Service Company
Its Incorporator


Its Agent, Karen B. Bozar