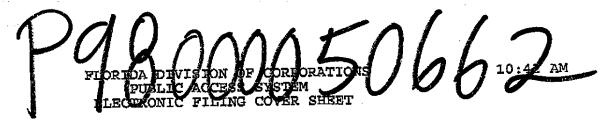
11/30/98



(((H98000022191 4)))

DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FIRST CAPITAL TRUST, INC.

AUDIT NUMBER..... H98000022191

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0 CERT. COPIES.....0 PAGES.....

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FIRST CAPITAL TRUST, INC.

AUDIT NUMBER.....H98000022191
DOC TYPE.....BASIC AMENDMENT

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(850)922-3709 11/30/98 16:22 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 30, 1998

FIRST CAPITAL TRUST, INC. 700 WEST 51ST STREET MIAMI BEACH, FL 33140

SUBJECT: FIRST CAPITAL TRUST, INC.

REF: P98000050662

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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

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Darlene Connell Corporate Specialist FAX Aud. #: E98000022191 Letter Number: 298A00056769

H98000022191

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DEC-1 PM 4:27
CRETARSEE FLORIDA

FIRST CAPITAL TRUST, INC.

(Present name)

Pursuant to the provisions of section 607.1005, Plorida statues, this corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (indicate article number(s) being smended or deleted)

ARTICLE I NAME AMENDED TO READ

FOXBORD INVESTMENTS, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption

10/30/98.

Document prepared by:

Ronald A. Marini, Esquire One Biscayne Tower 2 South Biscayne Blvd. #3580 Miami, FL 33131 (305) 374-4424 Florida Bar Number: 354422

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FOURTH: Adoption of Amendment(#) (CHECK ONE)
The number of votes cost for the amendment(s) was/were sufficient for approval.
The asendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the emendment(s) was/were sufficient for approval by
voting group
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted byt he incorporator without shareholder action and shareholder action was not required.
signed this 27 day of power fell. 1978.
1-14 Coffee
Signature (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the Shareholders.)
OS.
(By a director if adopted by the directors)
mi
(By an incorporator if adopted by the incorporator)
no.coll
Typed or printed name
Vice to Sulling
Title
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