

JUN 30 2000 10:36AM

COHEN, CHASE & HOFFMAN

NO.555

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Florida Department of State

Division of Corporations

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

JAFFE BUILDING, II, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amendment

6-30-00

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
JAFFE BUILDING, II, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By unanimous vote of the Board of Directors and a majority vote of shareholders of JAFFE BUILDING, II, INC., a Florida corporation originally incorporated on June 18, 1998, Document No. P98000055331, said Corporation hereby, pursuant to Florida Statutes, Sections 607.1003 and 607.1006, amends the existing Articles of Incorporation, in the following respect, effective June 30, 2000:

ARTICLE IV - CAPITAL STOCK is hereby deleted in its entirety and the following provision is inserted in lieu thereof:

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	1¢	Class A Voting Common
1,000,000	1¢	Class B Non-Voting Common

The relative rights, privileges and limitations of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be in all respects identical, share for share (including, but not limited to, identical rights to distribution and liquidation proceeds), except that the voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the Class A Voting Common Stock and, except as otherwise required by law, the holders of Class B Non-Voting Common Stock shall not have any voting power or be entitled to receive any notice of meetings of Shareholders.

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

The holder of each one (1) share of the Corporation's outstanding Common Stock, \$1.00 par value, shall be entitled to exchange such outstanding share for one (1) share of the Corporation's Class A Voting Common Stock, one cent (1¢) par value, and ninety-nine (99) shares of the Corporation's Class B Non-Voting Common Stock, one cent (1¢) par value.

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The foregoing Amendment was duly approved by all of the Directors and a majority of the Shareholders in accordance with Florida Statutes, Sections 607.1003 and 607.1006 on June 27, 2000, and the number of votes cast for amendment was sufficient for approval.

DATED this 29 day of June, 2000.

By: Norman Jaffe, Pres.
Norman Jaffe, President

Attest: Norman Jaffe, Sec.
Norman Jaffe, Secretary

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