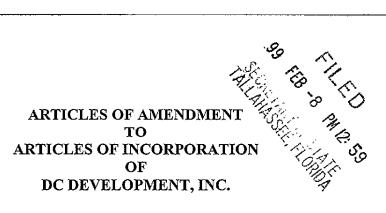
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Examiner's Initials



Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, DC DEVELOPMENT, INC., a Florida corporation (the "Corporation"), hereby amends its Articles of Incorporation, as follows:

1. Article VII of the Articles of Incorporation of the Corporation is hereby amended as follows:

"This Corporation shall have two (2) Directors initially. The number of Directors of this Corporation may be increased or decreased from time to time pursuant to the Bylaws of the Corporation, but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
Paul Douglas	8725 NW 18th Terrace Suite 206 Miami, FL 33172
Robert Cambo	8725 NW 18th Terrace Suite 206 Miami, FL 33172"

2. These Articles of Amendment were agreed to and adopted by the Directors and Shareholders of the Corporation on the 4th day of February, 1999, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed by a duly authorized officer on this 4th day of February, 1999.

Name: Paul Douglas

Its: President