

P 990000031027

ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

2601 SOUTH BAYSHORE DRIVE
SUITE 1600
MIAMI, FLORIDA 33133
TELEPHONE (305) 858-5555
www.adorno.com

FEDERAL EXPRESS

May 2, 2000

FACSIMILE
(305) 858-4777

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900003237009--1
-05/03/00--01069--017
*****87.50 *****87.50

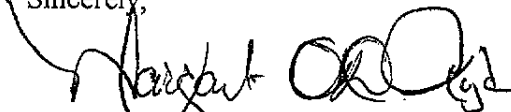
Terremark Group, Inc., Name Change Amendment
to Terremark Real Estate Group, Inc.

43.75

Ladies and Gentlemen:

Enclosed herein are the original Articles of Amendment to the Articles of Incorporation on behalf of the captioned company, changing the corporate name to Terremark Real Estate Group, Inc. Also enclosed is a check in the amount of \$87.50 to cover the requisite filing and certified copy fees. Please forward the certified copy of the Amendment to me in the enclosed self-addressed, prepaid Federal Express envelope. If you have any questions please call me at (305) 860-7362.

Sincerely,



Margaret O'D. Ryder
Legal Assistant

MOR

cc: Brian K. Goodkind

NC Amend
5-17-00
MS

FILED
00 MAY -3 AM 11:26
DIVISION OF STATE
TALLAHASSEE, FLORIDA

FILED

00 MAY -3 AM 11:26

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
TERREMARK GROUP, INC.**

CLERK OF STATE
TALLAHASSEE, FLORIDA

1. The name of this corporation is Terremark Group, Inc., a Florida corporation (the "Company"), whose principal office address is 2601 South Bayshore Drive, Ninth Floor, Miami, Florida 33133.

2. Article I, of the Articles of Incorporation of Terremark Group, Inc. is hereby deleted in its entirety and amended to read as follows:

"ARTICLE I - NAME AND BUSINESS ADDRESS

The name and business address of this corporation is Terremark Real Estate Group, Inc., 2601 South Bayshore Drive, Ninth Floor, Miami, Florida 33133."

3. The foregoing amendment was adopted by the Directors and the sole Shareholder of the Company on April 24, 2000, by unanimous written consent of such shareholder and directors entitled to vote.

4. 51,000 shares of the Company's 100,000 shares of common stock, par value \$.01 per share, have been issued as of this date and as of the date of the adoption of the amendment.

IN WITNESS WHEREOF, the undersigned have duly executed the Articles of Amendment on this 28 day of April, 2000.

(Corporate Seal)

Terremark Group, Inc.

BY: 

Brian K. Goodkind, Executive Vice President
and Secretary

AND BY: 

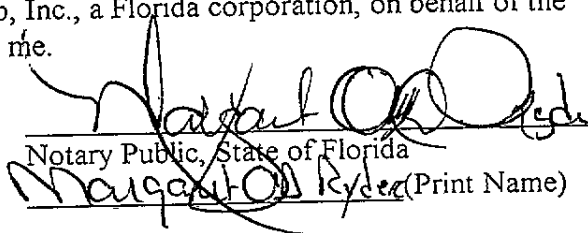
Robert I. Finvarb, Vice President

STATE OF FLORIDA)
)
COUNTY OF MIAMI- DADE)

The foregoing instrument was acknowledged before me this 28 day of April, 2000 by Brian K. Goodkind and Robert I. Finvarb, the Executive Vice President and Secretary, and Vice President, respectively, of Terremark Group, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me.



Margaret O'D. Ryder
MY COMMISSION # CC555590 EXPIRES
September 15, 2000
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public, State of Florida

Margaret O'D. Ryder (Print Name)

My Commission Expires: _____ (SEAL)