

P99000036269

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April 22, 1999

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

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-04/22/99--01065--004
*****52.50 *****52.50

Enclosed for filing, please find the **ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION**, along with a check in the amount of **\$52.50** for the applicable filing fees and fees to obtain **TWO (2) CERTIFIED COPIES** of the Articles of Amendment for the following entity:

SHADER ROAD I, INC.
Document Number: P99000036269

Please call Ann Cotroneo at 222-7717, when the documents are ready.

Very truly yours,

Kelly B. Plante

Kelly B. Plante
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 APR 22 PM 12:15

RECEIVED

KBP/amc
Enclosures
GHRCORP/GHR.73
Stiglitz/7581-21

FILED
99 APR 22 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
4-22-99

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHADER ROAD I, INC.**

FILED
99 APR 22 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Jack S. Oppenheimer, President of SHADER ROAD I, INC., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is SHADER ROAD I, INC.

ARTICLE SECOND: ARTICLE I of the existing Articles of Incorporation is hereby amended by deleting the existing ARTICLE I in its entirety and restating it as follows:

"ARTICLE I - NAME

The name of this Corporation is SHADER ROAD I, INC. The mailing address of the Corporation shall be 111 N. Orange Avenue, Suite 1100, Orlando, FL 32801."

ARTICLE THIRD: ARTICLE VI of the existing Articles of Incorporation is hereby amended by deleting the existing ARTICLE VI in its entirety and restating it as follows:

"ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation shall be:

111 N. Orange Avenue, Suite 1100
Orlando, FL 32801

The name of the registered agent of this Corporation at that address shall be:

Jack S. Oppenheimer"

ARTICLE FOURTH: ARTICLE VII of the existing Articles of Incorporation is hereby amended by deleting the existing ARTICLE VII in its entirety and restating it as follows:

"ARTICLE VII - BOARD OF DIRECTORS"

A. This Corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one.

B. The name and address of the director of this Corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Jack S. Oppenheimer	111 N. Orange Avenue, Suite 1100 Orlando, FL 32801"

ARTICLE FIFTH: These Articles of Amendment to the Articles of Incorporation shall become effective upon filing with the Florida Department of State.

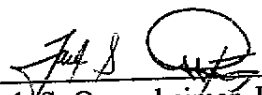
ARTICLE SIXTH: The foregoing amendments to the Articles of Incorporation reflected above were duly adopted and approved by both the Board of Directors and the shareholders of the Corporation by joint written consent to action in lieu of the organizational meetings, dated as of April 21, 1999, and the necessary number of shares as required by statute were voted in favor of the amendments.

These Articles of Amendment to the Articles of Incorporation were duly adopted in accordance with Sections 607.1003 and 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to the Articles of Incorporation to be duly executed by its President this 21st day of April, 1999.

SHADER ROAD I, INC., a Florida corporation

By:



Jack S. Oppenheimer, President

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.



Jack S. Oppenheimer