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ACCOUNT NO. : 072100000032

REFERENCE : 497294 4319524

AUTHORIZATION :

COST LIMIT : PPD

ORDER DATE : November 30, 1999

ORDER TIME : 10:42 AM

ORDER NO. : 497294-005

CUSTOMER NO: 4319524

CUSTOMER: Robert L. Crane, Esq
Boose Casey Ciklin Lubitz
515 North Flagler Drive
19th Floor
West Palm Beach, FL 33401

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99 NOV 30 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: ASPENWOOD ASSOCIATES GP 1999,
INC..

EFFECTIVE DATE: _____

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: _____

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

G. COULLIETTE DEC 01 1999

ARTICLES OF AMENDMENT
OF
Aspenwood Associates GP 1999, Inc.

FILED
99 NOV 30 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Statutes, Aspenwood Associates GP 1999, Inc., a corporation organized and existing under the laws of the State of Florida, adopts the following Articles of Amendment to its Articles of Incorporation:

1. The Articles of Incorporation are amended by adding the following Article:

ARTICLE XIII

Officers and Directors


Effective November 16, 1999, the name and street address of the Corporation's Directors and Officers are:

<u>Name</u>	<u>Address</u>	<u>Position</u>
George S. Mann	930 South Ocean Blvd. Palm Beach, FL 33480	Director, President, Secretary, Treasurer

2. This Amendment shall become effective upon filing in accordance with Florida Statutes.

3. The foregoing Amendment was adopted by a unanimous vote of the Directors and Shareholders of the Corporation at a special joint meeting of the Directors and Shareholders of the Corporation held on November 16, 1999, and was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer has set his hand and seal this 26 day of NOVEMBER, 1999.

By: 
George S. Mann, President