

P99000052306

LAW OFFICES

ALLEY, MAASS, ROGERS & LINDSAY, P.A.

321 ROYAL POINCIANA PLAZA, SOUTH

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33480-0431

(561) 659-1770

FACSIMILE (561) 833-2261

FROM BROWARD (954) 421-1540

June 16, 1999

RAYMOND C. ALLEY (1893-1975)
HAROLD G. MAASS (OF COUNSEL)
DOYLE ROGERS
ALAN LINDSAY
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NEAL W. KNIGHT, JR.
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WILLIAM W. ATTERBURY III
LOUIS L. HAMBY III
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M. TIMOTHY HANLON
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FORT LAUDERDALE OFFICE

1600 S.E. 17TH STREET CAUSEWAY

SUITE 404

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Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32304

500002911415-9

-06/21/99-01163-006

*****35.00 *****35.00

Re: Westgate I and II Corp.

Dear Sir or Madam:

Enclosed for filing please find a Certificate of Amendment of Certificate of Incorporation for the above-referenced corporation, together with our check in the amount of \$35.00 to cover the filing fee.

If you have any questions, please call me.

Sincerely,

M. Timothy Hanlon

M. Timothy Hanlon

NC
7-9-99
BKS

MTH/cmc
Enclosures

FILED
99 JUL -8 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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July 6, 1999

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Doug Spitler
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Subject: Westgate I and II Corp.
Ref. Number: P99000052306

FILED
99 JUL -8 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

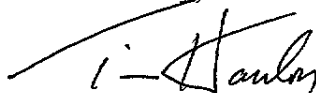
Dear Doug:

Enclosed please find a copy of your letter dated June 25, 1999, together with the original Certificate of Amendment for the above-referenced corporation.

Pursuant to your conversation with my secretary, please file the enclosed document in the corporate records as the requested change is not necessary.

If you have any questions, do not hesitate to call me.

Sincerely,



M. Timothy Hanlon

MTH/cmc
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 1999

ALLEY, MAASS, ROGERS & LINDSAY, P.A.
ATTN: M. TIMOTHY HANLON
POST OFFICE BOX 431
PALM BEACH, FL 33480-0431

SUBJECT: WESTGATE I AND II CORP.
Ref. Number: P99000052306

We have received your document for WESTGATE I AND II CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spittler
Document Specialist

Letter Number: 599A00033941

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
WESTGATE I AND II CORP.

FILED

99 JUL -8 AM 10:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Westgate I and II Corp., a corporation organized and existing under and by virtue of the laws of the State of Florida, does hereby certify that all of the shareholders of said corporation, by unanimous written action in lieu of a meeting duly adopted the following Amendment to its Certificate of Incorporation effective the date of filing of this Certificate with the Florida Department of State:

1. Paragraph First of the Certificate of Incorporation is amended to read in its entirety as follows:

FIRST: The name of this corporation is Westgate & Wabasso Corp.

2. The Amendment effected herein was authorized by the shareholders entitled to vote thereon pursuant to the laws of the State of Florida by written action in lieu of a meeting.

IN WITNESS WHEREOF, Westgate I and II Corp., through its duly authorized officers, has executed this Certificate of Amendment this 10th day of June, 1999.

WESTGATE I AND II CORP., n/k/a Westgate &
Wabasso Corp.

(CORPORATE SEAL)

By: _____

Robert Spiegel, President

ATTEST: _____

Robert Spiegel, Secretary

STATE OF FLORIDA

)SS.

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 10th day of June, 1999, by Robert Spiegel, as President, and Robert Spiegel, as Secretary, of Westgate I and II Corp., on behalf of said corporation. He is personally known to me or has produced _____ as identification.

Notary Public

Notary Public Printed

My Commission Number:

My Commission Expires:



M TIMOTHY HANLON
My Commission CC491070
Expires Aug. 29, 1999