



THE UNITED STATES  
CORPORATION  
COMPANY

P99000075095

ACCOUNT NO. : 072100000032

REFERENCE : 527496 5773A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 23, 1999

ORDER TIME : 12:15 PM

ORDER NO. : 527496-005

CUSTOMER NO: 5773A

CUSTOMER: Philip M. Berman, Esq  
Philip M. Berman, Esq  
2424 N.e. 22nd Street

Pompano Beach, FL 33062-3099

DOMESTIC AMENDMENT FILING

NAME: CONEL ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

None  
Change  
Amend

800003079508--4  
-12/23/99--01056--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED  
99 DEC 23 PM 1:43  
STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 DEC 23 PM 12:54  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ADR  
12/27/99

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
CONEL ENTERPRISES, INC.

FILED  
99 DEC 23 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

Article I shall be amended to read as follows, the new name of the corporation will be: N V L PROPERTIES, INC..

Article IX shall be amended to read as follows, the new name and post office address of the first board of directors and officers are:

NAME:

ADDRESS AND OFFICE:

RAFI RUBINEZ

21218 Saint Andrews Boulevard  
#624  
Boca Raton, FL 33433  
President, Vice President,  
Secretary, Treasurer, Director  
and Incorporator.

SECOND: GABRIEL BOLIN has resigned, turned over his stock and is no longer an active member of this corporation effective December 14, 1999.

THIRD: Article V shall be amended to read as follows, the address of the corporation is: 7000 West Palmetto Park Road, Suite 407, Boca Raton, Florida 33433.

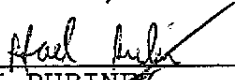
FOURTH: The date of each amendment's adoption:

December 14, 1999.

FIFTH: Adoption of Amendments:

Amendments approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 17th day of December, 1999.

  
\_\_\_\_\_  
RAFI RUBINEZ  
President

NVL/A35