



P99000108676

ACCOUNT NO. : 072100000032

REFERENCE : 756827 6099A

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 43.75

FILED
2002 SEP 24 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 24, 2002

ORDER TIME : 11:33 AM

ORDER NO. : 756827-005

CUSTOMER NO: 6099A

CUSTOMER: Ms. Tracy L. Longo
Moyle Flanigan Katz Raymond
P. O. Box 3888
625 N. Flagler Dr., 9th Floor
West Palm Beach, FL 33401

RECEIVED
02 SEP 24 PM 12:56
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: FRI MANAGER, INC.

EFFECTIVE DATE:

500007989055--9

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar -- EXT# 1124

EXAMINER'S INITIALS:

C. Coulllette SEP 24 2002

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FRI MANAGER, INC.

FILED
2002 SEP 24 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida for profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Article III is amended to provide that the Corporation may also serve as a managing member of MBD2 REALTY INVESTMENTS, LLC, a Delaware limited liability ("New Mortgagor").

Article XII is amended to allow the Corporation on behalf of New Mortgagor to (i) obtain a loan of approximately \$4,000,000 from Lehman Brothers Holdings Inc., which loan shall be secured by a first deed of trust on real property located at 3801 Boren Drive, Greensboro, North Carolina, and (ii) acquire the real property located at 3801 Boren Drive, Greensboro, North Carolina for approximately \$3,700,000.

SECOND:

These Articles of Amendment were adopted on the 23rd day of September, 2002.

THIRD:

These Articles of Amendment were adopted by the unanimous consent of all of the shareholders, all of the directors and all the incorporators of the Corporation. The number of vote cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Amendment on 23rd day of September, 2002.

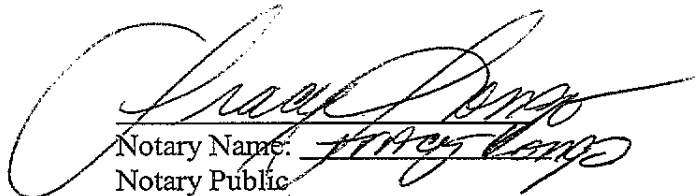


Wilton L. White, incorporator

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 23 day of September, 2002, by Wilton L. White, as Incorporator of FRI MANAGER, INC., on behalf of the Corporation, and he is personally known to me. or has produced _____ as identification and did take an oath.

(NOTARY STAMP)


Notary Name: Tracy Lee Longo
Notary Public
Serial (Commission) Number _____
(if any) _____

