

LAW OFFICE OF
GARY D. FIELDS

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E-MAIL: gdflaw@bellsouth.net

December 27, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 29 PM 12:16

Florida Department of State
Division of Corporations,
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

700003517367--6
-12/29/00-01069-001
****350.00 *****35.00

Re: AVR Sports Emporiums, Inc.
LTI Development Company, Inc.
Abbey Road Plaza Food Mart, Inc.
Gatsby's Development Corp.
Boca Dining and Entertainment Corp.

Graham Financial Services Corp.
Abbey Road Charters, Inc.
Abbey Road Plaza Corporation
Palm Beach Dining & Entertainment Corp.
Gatsby's Davie, Inc.

Dear Sir or Madam:

Enclosed please find an original and a copy of Articles of Amendment to the Articles of Incorporation for each of the above referenced Florida corporations, along with our check in the amount of \$350.00 for the filing fees. Please file the originals and return a stamped copy of each with your confirmation letter in the enclosed return envelope.

Thank you for your courtesy and cooperation in this regard.

Sincerely,


GARY D. FIELDS

GDF:hs (enclosures)

Amend

V. SHEPARD JAN 11 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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LTI DEVELOPMENT COMPANY, INC.

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

Amendment adopted:

CHANGE OF REGISTERED OFFICE/REGISTERED AGENT:

The street address of the corporation's registered office in the State of Florida is changed to: Admiralty Tower - Suite 700, 4400 PGA Boulevard, Palm Beach Gardens, Florida 33410. The name of the registered agent is changed to: Gary D. Fields.

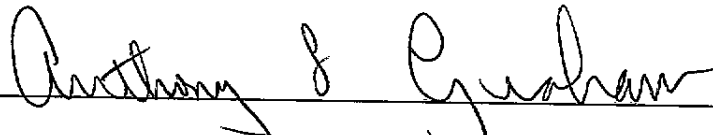
The date of the amendment's adoption: December 18, 2000

Method of Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 20th day of DECEMBER, 2000.

Signature



ANTHONY L. GRAHAM

Typed or printed name

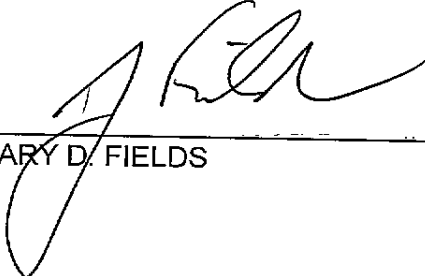
President/Chairman

Title

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent of LTI Development Company, Inc., I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent and agree to comply with all laws relating to the proper and complete performance of my duties.



GARY D. FIELDS

Date: 12/27, 2000