

V66352

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000010056 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850) 205-0380

From:  
Account Name : COBB & EBIN P.A.  
Account Number : 110670000060  
Phone : (305) 377-0223  
Fax Number : (305) 377-0224

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2002 JAN 11 PM 3:25

BASIC AMENDMENT

LA RAMBLAS DEVELOPMENT CORP.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 01      |
| Estimated Charge      | \$43.75 |

RECEIVED  
02 JAN 11 PM 2:06  
DIVISION OF CORPORATIONS

Amendment

01/11/02

DC



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 11, 2002

LA RAMBLAS DEVELOPMENT CORP.  
1632 PENNSYLVANIA AVE  
MIAMI BEACH, FL 33139

SUBJECT: LA RAMBLAS DEVELOPMENT CORP.  
REF: V66352

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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) 245-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H02000010056  
Letter Number: 702A00001615

FILED STATE  
SECRETARY OF CORPORATIONS  
2002 JAN 11 PM 3:25

**AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
LA RAMBLAS DEVELOPMENT CORP.**

The undersigned, being the sole Director of La Ramblas Development Corp., a Florida corporation (the "Corporation"), hereby amends the Articles of Incorporation for the Corporation filed with the Florida Department of State on September 24, 1992, as No. V66352, in the following respects:

The purpose of this amendment is to reflect that the "Lehman Loan" defined in the Amendment to the Articles of Incorporation of the Corporation filed on August 7, 2001 (the "First Amendment") was not closed on or before September 30, 2001 and still has not closed and that therefore pursuant to Article XIII of the First Amendment, the First Amendment is of no force or effect. Accordingly:

1. Nature of Business. Article III, "Nature of Business" is amended and restated in its entirety to read as set forth as follows:

Article III

Nature of Business

The Corporation is organized for the purpose of transacting any or all lawful business.

2. Deletion. Articles XI, XII and XIII are hereby deleted.

3. Approval by Shareholders. The foregoing Amendments to the Articles of Incorporation of the Corporation were approved by the Shareholders of the Corporation, and the number of votes cast for the amendment by the Shareholders were sufficient for approval, and were adopted on January 2, 2002.

IN WITNESS WHEREOF, the undersigned, being the sole Director of the Corporation, has executed this Amendment on this 9 day of January, 2002.

Craig Robins

Prepared by:  
Linda Ebin, Esq.  
Cobb & Ebin P.A.  
1399 SW First Ave., Suite 301  
Miami, FL 33130  
FL Bar No.: 0318590

H020000100568