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(Requestor's Name)

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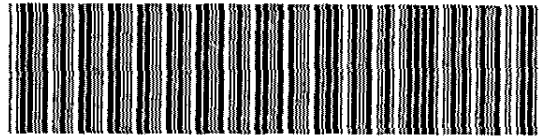
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECURITY
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Steamboat Ventures, Ltd.

(Name of Limited Partnership)

DOCUMENT NUMBER: A00000001767

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Elena Kaplan

(Name of Person)

Parker, Hudson, Rainer & Dobbs LLP

(Firm/Company)

1500 Marquis Two Tower; 285 Peachtree Center Avenue, NE

(Address)

Atlanta, GA 30303

(City/State and Zip Code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Elena Kaplan

(Name of Person)

at (404)

880-4741

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee

☐ \$61.25 Filing Fee &
Certificate of Status

☐ \$105.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$113.75 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

Steamboat Ventures, Ltd.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on November 16, 2000, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 8 is amended to reflect that the managing general partner* is:

Mountain View Development, LLC
11150 Olympic Boulevard, Suite 680
Los Angeles, CA 90064

and the non-managing general partner* is:

Chadwick Real Estate Group, Inc.
204 Cessna Boulevard
Daytona Beach, FL 32128

* (footnote attached as Exhibit A)

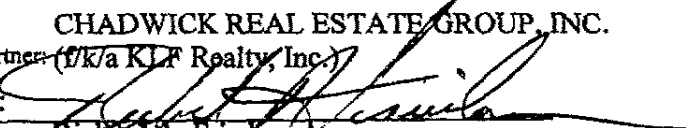
Article 9 is amended by deleting such article in its entirety.

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State

THIRD: Signature(s)

CHADWICK REAL ESTATE GROUP, INC.

Signature of current general partner (f/k/a KLF Realty, Inc.)

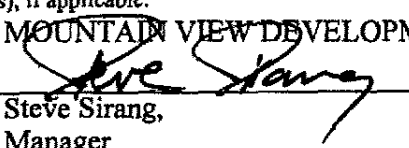
By: 

Richard A. Friedman,

President

Signature(s) of new general partner(s), if applicable:

MOUNTAIN VIEW DEVELOPMENT, LLC

By: 

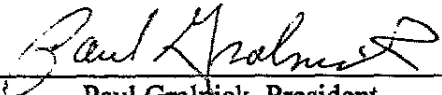
Steve Sirang,
Manager

[SIGNATURES OF LIMITED PARTNERS ON FOLLOWING PAGE]

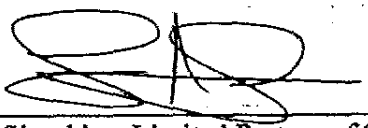
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SIGNATURES OF LIMITED PARTNERS TO
CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
STEAMBOAT VENTURES, LTD.

GRALNICK & ASSOCIATES, INC., a
Florida corporation, Limited Partner of Steamboat
Ventures, Ltd., a Florida limited partnership

By: 
Paul Gralnick, President


Carl Simpkins, Limited Partner of Steamboat
Ventures, Ltd., a Florida limited partnership


Lance Simpkins, Limited Partner of Steamboat
Ventures, Ltd., a Florida limited partnership

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TALLAHASSEE, FLORIDA

EXHIBIT A
CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
STEAMBOAT VENTURES, LTD.

* On and after the date of this Certificate of Amendment: (a) all rights and duties of the general partner shall be exercised only by Mountain View Development, LLC; (b) Chadwick Real Estate Group, Inc. will have the nominal title of general partner solely for purposes of receiving distributions and allocations of profits and losses pursuant to the Articles of Limited Partnership of Steamboat Ventures, Ltd., as amended; and (c) Chadwick Real Estate Group, Inc. shall have no rights or powers of a general partner under Florida or Colorado law (including no ability to act for or bind the Limited Partnership).

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