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Examiner's Initials

LAW OFFICES

STEIN, ROSENBERG & WINIKOFF

Professional Association

SEVENTH FLOOR 4875 NORTH FEDERAL HIGHWAY FORT LAUDERDALE, FLORIDA 33308

JACK STEIN
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OF COUNSEL:
KURT D. ZIMMERMAN, P.A.
HAROLD S. BOFSHEVER

May 10, 1999

Mindy Raymaker, Esquire 1422 Colonial Drive Tallahassee, FL 32303

RE: ROYO INTERNATIONAL, INC.

Dear Ms. Raymaker:

Pursuant to your telephone conversation on this day, enclosed herein please find the original and two copies of the following documents which must be filed with the Secretary of State with regard to the above corporation:

- 1. Amended and Restated Articles of Incorporation for Royo International, Inc.;
- 2. Certificate:
- 3. Amended and Restated Certificate of Limited Partnership;
- Affidavit of Capital Contribution.

I am also enclosing herein two separate checks, each in the amount of \$52.50, representing the filing fees for the above.

I need for you to obtain from the Secretary of State some kind of documentation that will indicate that these documents have been accepted by the State. Once received, please return said documentation to my office in the self-addressed Federal Express envelope that I have enclosed herein for your convenience.

Should you have any questions, please feel free to contact my office.

Pery truly yours,

ARTHUR R. ROSENBERG

ARR/jc Enclosures

AMENDED CERTIFICATE OF LIMITED PARTNERSHIP OF HOBE ASSOCIATES, LTD.

Pursuant to section 620.109(7), Florida Statutes, this partnership submits the following to Certificate of Amendment to the Limited Partnership Agreement for HOBE ASSOCIATES, LTD:

- 1. The name of the partnership is: HOBE ASSOCIATES, LTD.
- 2. The partnership was registered with the Florida Department of State on November 25, 1986 and assigned registration number A23656.
- 3. Third: This amendment is to amend the Certificate of Limited Partnership.
- 4. Fourth: The Amended and Restated Limited Partnership Agreement changes the General Partner to Royo International, Inc., A Florida Corporation of 11411 U.S. Highway One, Hobe Sound, Florida and changes the Limited Partners.
- 5. An Affidavit of the General Partner as to the Capital Contributions of the Limited Partners is attached hereto as Exhibit A.

The execution of this statement as the General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 64 day of May, 1999.

ROYO INTERNATIONAL, INC., GENERAL PARTNER

BY:

ARTHUR ROGOW, PRESIDENT

STATE OF FLORIDA

: S

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this day of May, 1999 by ARTHUR ROGOW, President of ROYO INTERNATIONAL, INC., a Florida Corporation, who is personally known to me or who has produced as identification and who did take an oath.

My commission expires:

Arthur R. Rosenberg
MY COMMISSION # CCS81607 EXPIRES
September 2, 2000
BONDET THEIL THOY FAIN INSURANCE, INC.