



A23848

ACCOUNT NO. : 072100000032

REFERENCE : 452396

431153

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 30, 2001

ORDER TIME : 11:10 AM

ORDER NO. : 452396-005

CUSTOMER NO: 4311530

CUSTOMER: Ira Zager, Esq
Horwich & Zager, P.a.
Suite 202
1541 Sunset Drive
Coral Gables, FL 33143

700004564327--0

-08/30/01-01054-020

****105.00 ****105.00

DOMESTIC AMENDMENT FILING

NAME: INN ON NORTH BAY LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER'S INITIALS: _____

FILED
01 AUG 30 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 AUG 30 PM 3:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 AUG 30 PM 12:53
DIVISION OF CORPORATION

BK

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
INN ON NORTH BAY, LTD., A FLORIDA LIMITED PARTNERSHIP**

01 AUG 30 PM 3:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 620.109 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole former general partner and sole new general partner, respectively of Inn on North Bay Ltd., a Florida limited partnership ("the Partnership") do hereby execute and submit for filing with the Department of State, State of Florida this Certificate of Amendment to Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is Inn on North Bay Ltd.
2. The date of filing of the certificate of limited partnership was December 18, 1986.
3. Item 4A of the original certificate is amended by removing North Bay Inn Corporation as the general partner and substituting the following new general partner in its place:

150534

"The name of the sole general partner is 1819, Inc., a Florida corporation."
4. Items 4B, 6, 7, 8, 9 and 10 of the original Certificate of Limited Partnership filed on December 18, 1986 are hereby deleted since these items are not required.

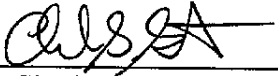
IN WITNESS WHEREOF, the undersigned has signed this Certificate of Amendment to Certificate of Limited Partnership as the former and new General Partner, respectively, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: As of January 1, 2001.

NORTH BAY INN CORPORATION,
a Florida corporation, as former sole general partner

BY: 
Charles G. Gretnier, President

1819, INC., a Florida corporation,
new sole general partner

BY: 
Charles G. Gretnier, President