

A27724

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LIMITED PARTNERSHIP AMENDMENT

KENDALLGATE CENTER ASSOCIATES, LTD.

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**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
KENDALLGATE CENTER ASSOCIATES, LTD.**

The undersigned, being the sole general partner of KENDALLGATE CENTER ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), the Certificate of Limited Partnership of said Partnership having been filed January 6, 1989 under Document No. A27724, does hereby certify, attest and serve notice, pursuant to the provisions of Section 620.109 of the Florida Revised Uniform Limited Partnership Act, as amended (the "Act"), as follows:

On ~~June~~ ^{July} 15, 2004, the undersigned, Kendallgate, LLC, a Florida limited liability company, was admitted as the general partner of the Partnership and, effective immediately thereafter, Bersin Development Corp., a Florida corporation, withdrew as general partner of the Partnership. The business of the Partnership is being continued by the undersigned as the sole general partner in accordance with §620.157 of the Act.

The Certificate of Limited Partnership of the Partnership is hereby amended by the deleting the text of Paragraph 4. thereof in its entirety and replacing such text with the following language:

"4. The name and business address of the general partner of the Partnership is:

Kendallgate, LLC
2665 South Bayshore Drive
Suite 1200
Coconut Grove, Florida 33133."

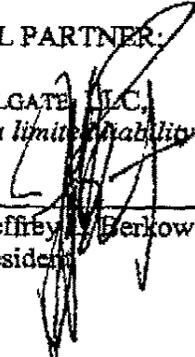
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All other provisions of the Certificate of Limited Partnership of the Partnership shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, this Certificate of Amendment to Certificate of Limited Partnership of the Partnership has been duly executed in the name and on behalf of the sole general partner of the Partnership as of the ~~15th~~ ^{15th} day of ~~June~~ ^{July}, 2004.

July
GENERAL PARTNER:

KENDALLGATE, LLC,
a Florida limited liability company

By: 
Name: Jeffrey Berkowitz
Title: President

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