

A 28863



ACCOUNT NO. : 072100000032

REFERENCE : 877254 11504A

AUTHORIZATION

*Patricia P. [unclear]*

COST LIMIT : \$ 105.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL -6 AM 10:48

FILED

ORDER DATE : July 1, 1998

*6th*

ORDER TIME : 11:16 AM

*CM*

ORDER NO. : 877254-005

CUSTOMER NO: 11504A

CUSTOMER: Leonard Grand, Esq  
Grand & Grand, P.a. Venture  
Building I, Suite 450  
3440 Hollywood Boulevard  
Hollywood, FL 33021

500002577735--5

DOMESTIC AMENDMENT FILING

NAME: WE'RE ASSOCIATES VI LIMITED  
PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

-2-XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

98 JUL -1 PM 12:13

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 1, 1998

STACY L. EARNEST  
CSC  
TALLAHASSEE, FL

SUBJECT: WE'RE ASSOCIATES VI LIMITED PARTNERSHIP  
Ref. Number: A28863

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL -6 AM 10:48

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We have received your document for WE'RE ASSOCIATES VI LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$105.00. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 398A00035784

AMENDMENT TO THE  
CERTIFICATE OF REGISTRATION OF FOREIGN LIMITED PARTNERSHIP  
OF  
WE'RE ASSOCIATES VI LIMITED PARTNERSHIP

A28 863

THIS CERTIFICATE OF AMENDMENT to the Certificate of Registration of Foreign Limited Partnership of WE'RE ASSOCIATES VI LIMITED PARTNERSHIP, a Maryland limited partnership registered in Florida as a limited partnership (the "Partnership") is presented for filing pursuant to the Florida Revised Uniform Limited Partnership Act, as amended.

I. T/I ASSOCIATES has withdrawn as the sole general partner of the Partnership.

848-28694

II. ABE GROUP ENTERPRISES, INC. has been agreed to be the sole general partner of the Partnership, and its business address is:

c/o LEONARD GRAND, President  
3440 Hollywood Blvd., Suite 450  
Hollywood, FL 33021

III. The address of the Records office and the name and address of the agent for service of process is:

LEONARD GRAND, ESQ.  
3440 Hollywood Blvd., Suite 450  
Hollywood, FL 33021

IV. The principal office of the Partnership and its mailing address is:

c/o PAUL GNATT, CPA  
7101 Wisconsin Avenue  
Bethesda, MD 20814

Dated: as of June 30, 1998.

FILED  
98 JUL -6 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

GENERAL PARTNER:

ABE GROUP ENTERPRISES, INC.

By:

  
LEONARD GRAND, President

Attest:

  
MARK S. GRAND, Secretary



CERTIFICATE OF ACCEPTANCE  
OF APPOINTMENT AS AGENT  
FOR SERVICE OF PROCESS

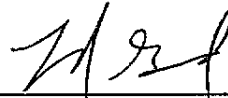
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL -6 AM 10:48

FILED

THE UNDERSIGNED having been named as agent for service of process by WE'RE ASSOCIATES VI LIMITED PARTNERSHIP hereby certifies his acceptance and agrees to comply with all requirements of the laws of the State of Florida in this regard.

Dated this 30th day of June, 1998.



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LEONARD GRAND  
3440 Hollywood Blvd.  
Suite 450  
Hollywood, FL 33021