



A30110

1166-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

PICK UP

12/30/98



CUS

FILING

Amend. for

98 DEC 30 PM 1:55
DIVISION OF CORPORATIONS
SECRETARY OF CORPORATIONS

CERTIFIED COPY

PHOTO COPY

1.) Park Sheridan Plaza, Ltd.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

400002725994--0
-12/30/98--01034--006
****105.00 ****105.00

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

④

hjk

12/30/98

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

**THIRD AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
AND PARTNERSHIP AGREEMENT OF
PARK SHERIDAN PLAZA, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 30 PM 1:55

THIS THIRD AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP AND PARTNERSHIP AGREEMENT OF PARK SHERIDAN PLAZA, LTD. is made this 23 day of September, 1998.

WHEREAS, certain Parties, on or about May 18, 1990, formed a Limited Partnership known as PARK SHERIDAN PLAZA, LTD. ("The Partnership") under and pursuant to the laws of the State of Florida; and

WHEREAS, the Limited Partners and the General Partner, pursuant to the provisions contained in the Limited Partnership Agreement desire to amend the Limited Partnership Agreement and the Limited Partnership Certificate by substituting **Harold A. Cohen and Gail D. Cohen, Co-Trustees of the Dr. Harold A. Cohen Trust dated April 27, 1989**, who resides at 5220 North 35th Street, Hollywood, FL 33021, as a Limited Partner in lieu of **Harold A. Cohen**.

NOW, THEREFORE, IN CONSIDERATION of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned Parties hereby agree to and do hereby assign this Amendment so that the Certificate of Limited Partnership and the Limited Partnership Agreement shall hereafter read as follows:

1. **Harold A. Cohen and Gail D. Cohen, Co-Trustees of the Dr. Harold A. Cohen Trust dated April 27, 1989**, is hereby substituted as a Limited Partner in place of **HAROLD A. COHEN**, the share of the profits or other income which he, as Limited Partner, shall be entitled to receive and the percentage of any loss which he, as Limited Partner shall bear, shall be 5.3846%.

2. Except as amended hereby, the Certificate of Limited Partnership and the Limited Partnership Agreement of PARK SHERIDAN PLAZA, LTD. is hereby ratified and affirmed in all respects.

IN WITNESS WHEREOF, the undersigned General Partner, pursuant to the provisions of the Limited Partnership Agreement for and on behalf of the General Partner and all of the Limited Partners, has signed this Certificate of Amendment this 30th day of November, 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 30 PM 1:55

PARK SHERIDAN PLAZA, INC.
General Partner and Attorney
in fact for the Limited Partners,
Pursuant to Section 18 of the Limited
Partnership Agreement of PARK
SHERIDAN PLAZA, LTD.

BY: [Signature]
HOWARD B. BERMAN, President

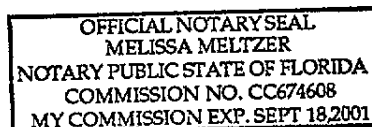
ATTEST: [Signature]
MICHAEL J. WEIL, Secretary

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 30 day of November, 1998, by **HOWARD B. BERMAN** and **MICHAEL J. WEIL**, as President and Secretary respectively, of **PARK SHERIDAN PLAZA, INC.**, a Florida corporation, General Partner and Attorney-in-Fact for the Limited Partners, pursuant to Section 18 of the **PARK SHERIDAN PLAZA, LTD. LIMITED PARTNERSHIP AGREEMENT**, who are personally known to me or who have produced N/A as identification and who did not take an oath.

[Signature]
Notary Public
Name: **MELISSA MELTZER**
Commission No.
My Commission Expires:.



The undersigned does hereby agree to be bound by all of the terms and conditions of the Certificate of Limited Partnership and Partnership Agreement of Park Sheridan Plaza, Ltd. and to become a Substitute Limited Partner as defined therein.

IN WITNESS WHEREOF, the undersigned has set its hand and seal this 2 day of September, 1998.

Signed, Sealed and
Delivered in the presence of:

Joselyn Sawicki
Melissa Meltz

Joselyn Sawicki
Melissa Meltz

Harold A. Cohen
Dr. Harold A. Cohen, Trustee (Seal)
of the Dr. Harold A. Cohen Trust
dated 4-27-89

Substitute Limited Partner

Gail D. Cohen
Gail D. Cohen, Trustee (Seal)
of the Dr. Harold A. Cohen Trust
dated 4-27-89

(c:\clients\berman)
psp.2nd
JLS/mm
9-10-98