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MJAMI 2699 S. Bayshore Drive Seventh Floor MIAMI, FL 33133-5408

3O5-856-2444 3O5-285-9227 FAX

www.katzbarron.com

January 13, 2006

Via Certified Mail Return Receipt Requested

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Bal Harbour Shops, Ltd.

Document No.: A92000000254

Dear Sir or Madam:

Attached for filing please find a Statement of Qualification for the above referenced limited partnership.

Thank you for your prompt attention to this matter. Please let me know if you have any questions.

Very truly yours

KATZ BARRON SOUITERO FAUST

Desiree M. Cuason, Esq.

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FLORIDA DEPARTMENT OF STATE Division of Corporations

January 25, 2006

DESIREE M. CUASON, ESQ. KATZ, BARRON, SQUITERO, FAUST, TERZO, FR 2699 S. BAYSHORE DRIVE, SEVENTH FLOOR MIAMI, FL 33133-5408

SUBJECT: BAL HARBOUR SHOPS, LTD.

Ref. Number: A92000000254

We have received your document for BAL HARBOUR SHOPS, LTD. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Because of recent changes to Chapters 607, 608, and 620, Florida Statutes, which became effective January 1, 2006, your document does not meet current filing requirements. For your convenience, we are enclosing the correct form and instructions.

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) 245-6967.

Michelie Hodges Document Specialist

Letter Number: 806A00005411

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

BAL HARBOUR SHOPS, LTD.			
(Insert name currently on file with Florida Department of State)			
Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on December 11, 1992, adopts the follow certificate of amendment to its certificate of limited partnership.			
FIRST: Amendment(s): (Indicate information being amended, added, or deleted)			
Bal Harbour Shops, Ltd. (the "Limited Partnership) shall hereby be amended reflect that the Limited Partnership is a Limited Liability Limited Partnership, name of the Limited Partnership shall hereinafter be BAL HARBOUR SHOPS LLLP.	The		
SECOND: Effective date, if other than the date of filing:	·		
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Flo Department of State.)	orida		
Signature(s) of a general partner(s)*: (*Note: If adding or deleting an election to be a limited liability limited partnership statement, all gen partners must sign the amendment.)			
Dudley Toutimen Dudley A. V			, Whitmar
Randall A. Whitman			
Signature(s) of new or dissociating general partner(s), if any:	100 M	05 FEB	gine me
Matthew Lazenby	77 : .	0	*******
Filing Fee: \$52.50 Certified Copy (optional): \$52.50	in a	PI	*
Cartificate of Status (antional): \$2.75			•