

A9600000314

HOLLAND & KNIGHT
 Registered Name
 315 SOUTH CALHOUN STREET

Address
 Tallahassee, Florida 32301
 City/State/Zip Phone #
 224-7000

300002065923--8
 -01/23/97--01043--012
 ****175.00 *****52.50
 Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. West Ventures, Ltd
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

FILED
 SECRETARY OF CORPORATIONS
 DIVISION OF CORPORATIONS
 97 JAN 23 PM 2:28

- Walk in Pick up time 1:00
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

BK 1/23/97

Examiner's Initials

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
WEST VENTURES, LTD.**

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Pursuant to Section 620.109 of the Florida Revised Uniform Limited Partnership Act, the Undersigned hereby adopts the following Amendments to the Certificate of Limited Partnership originally filed with the Florida Secretary of State's Office on February 15, 1996, under file number A9600000314:

1. The name of the limited partnership is WEST VENTURES, LTD.
2. The original Certificate of Limited Partnership was filed with the Florida Secretary of State on February 15, 1996.
3. The Certificate of Limited Partnership is hereby amended by the insertion of a new Section 8 to read in its entirety as follows:

"Section 8

Purpose and Powers of the Partnership: The sole and exclusive business and purpose of the Partnership shall be (i) to acquire, invest in, hold, lease, manage, operate, finance, refinance, own, improve, renovate, develop maintain and repair, construct improvements upon, sell, lease, mortgage or otherwise encumber and ultimately dispose of the property located at 11105 S.W. 88th Street, Miami, Florida 33176; and (ii) to engage in such other lawful activities as are necessary or incidental to the purpose and business of the Partnership. Except by the written agreement and decision of all of the Partners, the Partnership shall not engage in any other business or activity. Notwithstanding anything in this Certificate or the Limited Partnership Agreement of the Partnership (the "Partnership Agreement") to the contrary, so long as any obligations of the Partnership to the Federal National Mortgage Association, a United States governmental agency, its successors or assigns remain outstanding and not paid in full, this Section 8 shall not be amended in any respect without the prior written consent of the Federal National Mortgage Association."

The undersigned Sole General Partner of the Partnership has authorized the above amendments and has executed this Amendment to Certificate of Limited Partnership on the date indicated.

SOLE GENERAL PARTNER:

PLC REAL ESTATE VENTURES, INC.

Date: January 16, 1997

By: Paul L. CETAS, PRESIDENT
PAUL L. CETAS, President