

To: +1 (850) 205-0383  
Subject:

From: Patricia Tadlock

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**A97000002079**

Florida Department of State  
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DIVISION OF CORPORATION

LIMITED PARTNERSHIP AMENDMENT

THEATRE ASSOCIATES II, LLLP

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| Certificate of Status | 0        |
| Certified Copy        | 1        |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
THEATRE ASSOCIATES II, LLLP,  
a Florida limited liability limited partnership

The undersigned, constituting the General Partners of Theatre Associates II, LLLP, a Florida limited liability limited partnership, whose Certificate of Limited Partnership was filed with the Secretary of State, State of Florida on September 25, 1997, hereby amends said Certificate of Limited Partnership of Theatre Associates II, LLLP, a Florida limited liability limited partnership, as follows:

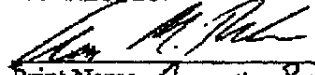
1. General Partner. The term "General Partner" shall mean DAVID S. BAND, WAYNE RUBEN, and JOHN A. NELSON, or any other person or entity admitted as a General Partner by consenting to be bound by the terms of this Agreement. A General Partner may be both a General Partner and a Limited Partner. The address of each General Partner is: David S. Band, 240 S. Pineapple Avenue, Sarasota, FL 34236 and Wayne Ruben, 1991 Main Street, Suite 208, Sarasota, FL 34236 and John A. Nelson, c/o Paragon Management Group, LLC, 276 Post Road West, Suite 201, Westport, CT 06880.

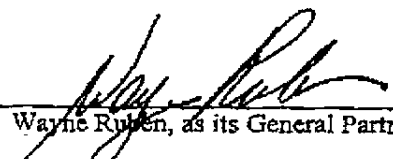
2. Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

3. The execution of this Amendment by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

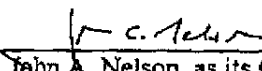
IN WITNESS WHEREOF, the undersigned General Partners of the Partnership have consented to the execution of this Amendment to the Certificate of Limited Partnership of Theatre Associates II, LLLP, a Florida limited liability limited partnership below, on this 21<sup>st</sup> day of September 2005.

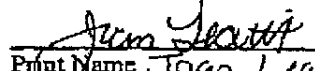
WITNESSES:

  
Print Name Wayne Ruben

By:   
Wayne Ruben, as its General Partner (new)

  
Print Name Jennifer Scheraga

By:   
John A. Nelson, as its General Partner (new)

  
Print Name Joan Leavitt

  
Print Name DAVID S. BAND

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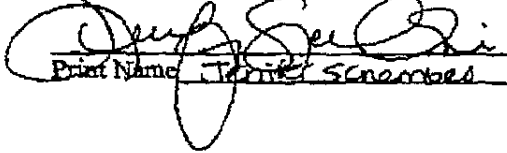
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WITNESSES:



Print Name Alan Ruzick



Print Name Janet Schreiber

By:

  
David S. Bard, as its General Partner (new)