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2 2301	SE 17th St (Document #) (Document #) (Document #)
3(Согрога	tion Name) (Document #)
4(Corpora	tion Name) (Document #)
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NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
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OTHER FILINGS	REGISTRATION/
Annual Report	QUALIFICATION
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FILING	Reinstatement
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Examiner's Initials

AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHII OF 2301 MGT., LTD.

The undersigned, being the current general partner of 2301 MGT., Ltd., a Florida inited partnership (the "Partnership"), hereby adopts the following Amended and Restated Certificate of Limited Partnership of the Partnership pursuant to the terms of Section 620.109 of the Florida Revised Uniform Limited Partnership Act:

- 1. The name of the limited partnership is 2301 MGT., Ltd.
- 2. The date of filing of the Certificate of Limited Partnership of the Partnership (the "Certificate") with the Secretary of State of Florida is June 25, 1993.
- 3. The name and business address of the General Partner are as follows:

2301 SE 17th Street., Inc., c/o Florida Panthers Holdings, Inc. 450 East Las Olas Blvd., Suite 1500 Ft. Lauderdale, FL 33301 Attn: Richard L. Handley

- 4. The latest date upon which the Partnership will dissolve is December 31, 2043.
- 5. The Certificate is amended as follows:
 - a. The mailing address of the Partnership is 2301 MGT., Ltd., c/o Florida Panthers Holdings, Inc., 450 East Las Olas Blvd., Suite 1500, Ft. Lauderdale, FL 33301.
 - b. The address of the recordkeeping office of the Partnership in the State of Florida is 2301 MGT., Ltd., c/o Florida Panthers Holdings, Inc., 450 East Las Olas Blvd., Suite 1500 Ft. Lauderdale, FL 33301.
 - c. The name and address of the registered agent for service of process on the Partnership is American Information Services, Inc., One S.E. Third Avenue, 27th Floor, Miami, Florida 33131.

The execution of this Amended and Restated Certificate of Limited Partnership by the undersigned general partner of the Partnership constitutes an affirmation under penalties of perjury that the facts stated herein are correct.

Date: Mardy 4, 1997

GENERAL PARTNER:

2301 SE 17th St., Inc. a Florida corporation, Its general partner

By: Name: Mam u. Pie

Title: Urce President

ACCEPTANCE BY REGISTERED AGENT

The undersigned accepts the foregoing designation as the agent for service of process on 2301 MGT., Ltd., and agrees to act in that capacity.

American Information Services, Inc.

Name: Jahan S. Islami Title: Vice-President

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CRETARY OF STATE
CAHASSEE FLORIDA