## A9100001282

Sent via Overnight Mail

September 3, 1998

State of Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Attention: Partnerships

400002633004--9

-09/04/98--01130--002 \*\*\*\*\*52.50 \*\*\*\*\*52.50

Gentlemen:

Enclosed please an original and one copy of Amendment to Limited Partnership Agreement of Wharton Investment Group of Margate, Ltd..., dated July 8, 1998, for filing together with a check in the amount of \$52.50 to cover the cost of the filing. Also enclosed for your convenience is a stamped, self-addressed envelope for the return of the recorded Amendment.

Should you have any questions, please feel free to contact me at (954) 979-5082, ext.

Very truly yours,

PROCACCI COMMERCIAL REALTY, INC.

Thomas K.J. Tuso Legal Consultant

TKJT/ems

Enclosures: As noted

Name
Availability

Docum
Exami

Update
Verifyer

Acknow

W. P. Vyf. (The state of the state of t

AMENDMENT TO LIMITED PARTNERSHIP AGREEMENT OF WHARTON INVESTMENT GROUP OF MARGATE, LTD.

THIS AGREEMENT is made and entered into this B' day of July between Philip J. Procacci, Wharton Investment Group of Margate, Ltd. and Procacci Commercial Realty, Inc., a Florida Corporation.

## Recitals 1.

- Procacci Commercial Realty, Inc., as the sole General Partner and Philip 7. A. Procacci, as the sole Limited Partner, are the only Partners of the Wharton Investment Group of Margate, Ltd., and are hereinafter referred to collectively as the "Partners".
- The Partners are desirous of amending the Limited Partnership Agreement B. to provide for the withdrawal of Procacci Commercial Realty, Inc., a Florida Corporation, as the General Partner and in substitution thereof substituting Procacci Margate, Inc., a Florida Corporation, as the only General Partner.

NOW, THEREFORE, in consideration of the terms and conditions herein set forth, the parties agree and acknowledge as follows:

- The General Partner on and after the date of this Amendment Agreement is hereby 1. changed to Procacci Margate, Inc.
- The Partners hereby consent to, ratify, confirm and approve the admission of 2. Procacci Margate, Inc., a Florida Corporation, as the sole General Partner of the Partnership.
- Upon the execution of this Amendment by all parties, the Partners and their 3. respective Partnership interests are as follows: 298-54080

General Partner:

Procacci Margate, Inc., a Florida Corporation, One

(1%) percent 508 Coconut Creek PKWY

Limited Partner:

Philip J. Procacci, Ninety-nine (99%) percent

It is the intention of the Partners that the changes contemplated by this 4. Amendment shall be effectuated without any termination or dissolution of the Partnership, that the Partnership shall continue in full force and effect and that the business of the Partnership be continued.

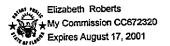
IN WITNESS WHEREOF, the parties have set their hand and seal the day first above written.

Signed, sealed and delivered in the presence of:

REALTY, INC., General Partner Procacci, President STATE OF FLORIDA : SS.: COUNTY OF BROWARD ) I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State and County co aforesaid to take acknowledgments, personally appeared PHILIP J. PROCACCI, well known to me and being by me first duly sworn did depose and say that he executed the foregoing instrument as his act and deed WITNESS my hand and official seal in the County and State last aforesaid this  $\frac{8}{}$  Cay , 1998. Elizabeth Roberts My Commission CC672320 Notary Public Expires August 17, 2001 My Commission Expires: WHARTON INVESTMENT GROUP OF MARGATE, LTD. By: Procacci Margate, Inc. Its General Partner hilip J. Procacci, President STATE OF FLORIDA : SS.: COUNTY OF BROWARD ) I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared PHILIP J. PROCACCI, well known to me and being by me first duly sworn did depose and say that he executed the foregoing instrument as his act and deed.

WITNESS my hand and official seal in the County and State last aforesaid this

1998.



Notary Public

PROCACCI COMMERCIAL

Shomarl Luse

PROCACCI MARGATE, INC.

Philip J. Procacci, President

STATE OF FLORIDA

: SS.:

COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared PHILIP J. PROCACCI, well known to me and being by me first duly sworn did depose and say that he executed the foregoing instrument as his act and deed.

WITNESS my hand and official seal in the County and State last aforesaid this Study

Jan. 1998

Notary Public

My Commission Expires:

Elizabeth Roberts

My Commission CC672320

Expires August 17, 2001

98 SEP -4 PM 4: 30
SECRETARY OF STATE
TALLAHASSEF FI ORIDA