

A97000001282

Thomas K. J. Tusso
 Pro Caca Commercial Realty
 5082 Coconut Creek Pkwy
 Margate, FL 33063-4246

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #) 900002635679-1
-09/04/98--01130--003
*****105.00 *****52.50
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
 98 SEP -4 PM 4: 30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

A97-1282

Name Availability	2970
Document Examiner	[Signature]
Updater	[Signature]
Updater Verifier	[Signature]
Acknowledgment	[Signature]
W. P. Verifier	[Signature]

FF \$52.50

Examiner's Initials	
---------------------	--

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

THIS AGREEMENT is made and entered into this 3rd day, of September, 1998, by and between Wharton Investment Group of Margate, Ltd. and Procacci Margate, Inc., a Florida Corporation, its General Partner.

The parties hereto for and in consideration of the sum of Ten Dollars (\$10.00) each to the other paid and receipt of which is acknowledged do hereby amend the Partnership Agreement dated the 11th day of June, 1997, as follows:

The parties hereto are desirous of amending the Partnership Agreement as follows:

Paragraph 1.08 Other Activities is hereby amended as follows:

1.08 Other Activities. The General Partner, or any Limited Partner, Affiliate (as hereinafter defined), employee, person or entity holding a legal or beneficial interest in the Partnership recognizes that this is a sole purpose entity for the purpose of holding title to real estate being mortgaged by the General Partner and that they may engage in no other business venture of any nature, type, or description and are strictly prohibited from doing so without any exception.

Paragraph 1.09 Interested Parties is hereby amended as follows:

1.09 Interested Parties. The General Partner nor the Limited Partner, or if in the future Partners, recognize that the purpose of this Limited Partnership is to create a sole purpose entity for mortgaging the Premises owned by this Partnership and neither the General Partner nor any Limited Partner or Partners, may engage in any other business venture of any nature or description including any real estate projects that in any way affect the nature and intent of this Partnership without any exclusions whatsoever.

Paragraph 7.02 Powers and Duties of the General Partner, (4), is hereby amended as follows:

(4) to finance the Partnership's activities by borrowing money from the Lender, all on such terms and conditions as the General Partner deems appropriate. In instances where money is borrowed for Partnership purposes, the General Partner shall be, and hereby is, authorized to pledge, mortgage, encumber and grant a security interest in Partnership properties for the repayment of such loans consistent with this Agreement.

98 SEP -4 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

Signed, sealed and delivered in the presence of:

Kimberly A. Beach
Ellen M. Salimbene

**WHARTON INVESTMENT
GROUP OF MARGATE, LTD.
By: Procacci Margate, Inc.
Its General Partner**

[Signature]
By: 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 3rd day of September, 1998.

[Signature]
Notary Public

My Commission Expires:

Kimberly A. Beach
Ellen M. Salimbene

PROCACCI MARGATE, INC.

[Signature]
By: 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 Su day of September, 1998.

[Signature]
Notary Public

My Commission Expires:

FILED
SEP - 4 PM 30
SECRETARY OF STATE
TALLAHASSEE FLORIDA