

A970000001282

Sent via Overnight Mail

August 26, 1998

00789-00524-00671

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

Attention: Partnerships

Gentlemen:

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-08/27/98--01066--004
*****52.50 *****52.50

Enclosed please find the following:

1. Amendment to Limited Partnership Agreement of Wharton Investment Group of Margate, Ltd.
2. Amendment to Limited Partnership Agreement of Wharton Investment of Lake City, Ltd. for filing.
3. Two checks for \$52.50 each which will cover the filing fees.

Should you have any questions, please feel free to call me at (954) 979-5082, ext. 133.

Very truly yours,

PROCACCI COMMERCIAL REALTY, INC.

Thomas K.J. Tuso

Thomas K.J. Tuso
Legal Consultant

TKJT/ems

Enclosures: As noted

Name	MA
Availability	MA
Document Examiner	MA
Updater	MA
Updater	MA
Verifier	MA
Acknowledgement	MA
W. P. Verifier	MA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 16 AM 11:37

PROCACCI COMMERCIAL REALTY, INC.

5082 Coconut Creek Parkway • P.O. Box 93-4246 • Margate, Florida 33063-4246

(954) 979-5082 • (954) 979-7765 Fax



SEP 08 1998

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 1, 1998

PROCACCI COMMERCIAL REALTY, INC.
THOMAS K.J. TUSO
5082 COCONUT CREEK PKWY.
MARGATE, FL 33063-4246

SUBJECT: WHARTON INVESTMENT GROUP OF MARGATE, LTD.
Ref. Number: A97000001282

We have received your document for WHARTON INVESTMENT GROUP OF MARGATE, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

PROCACCI MARGATE, INC. is not listed as a general partner for WHARTON INVESTMENT GROUP OF MARGATE, LTD., therefore, they can not sign the amendment as a general partner. If you want to add them as a general partner, please include that in the amendment, otherwise, remove their signature from the document. The only signature required is that of PROCACCI COMMERCIAL REALTY, INC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 098A00044999

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

THIS AGREEMENT is made and entered into this 15th day, of September, 1998, by and between Philip J. Procacci, Wharton Investment Group of Margate, Ltd., and Procacci Margate, Inc., a Florida Corporation, its General Partner.

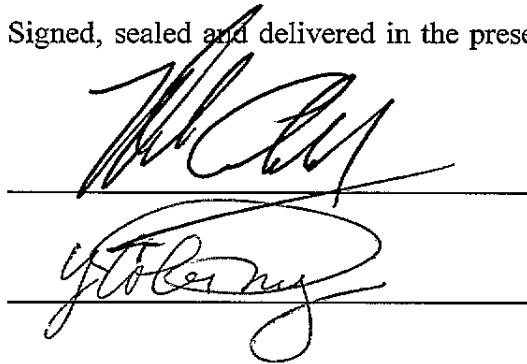
The parties hereto for and in consideration of the sum of Ten Dollars (\$10.00) each to the other paid and receipt of which is acknowledged do hereby amend the Partnership Agreement dated the 11th day of June, 1997, as follows:

The parties hereto are desirous of amending the Partnership Agreement so that Paragraph 1.03 of the Agreement is deleted and a new Paragraph 1.03 is inserted and reads as follows:

1.03 Sole Business and Purpose. The sole business and purposes of the Partnership shall be to own and manage certain real property located in Florida, the description of which is attached hereto as Exhibit "A." The Partnership shall also construct improvements on the Property, rent, market, maintain, repair, dispose of, sell and otherwise deal with the Property; mortgage or otherwise encumber all or any part of the Property and conduct such other activities as may be necessary or incidental to the foregoing, all on the terms and conditions set forth in this Agreement. The powers and purposes of the Partnership hereby granted shall be limited strictly to the above, all for the production of income and profit, and shall not be extended by implication or otherwise except by the written agreement of the Partners.

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

Signed, sealed and delivered in the presence of:



PROCACCI MARGATE, INC.,
General Partner


By: Philip J. Procacci, President

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DIVISION OF CORPORATIONS
SEP 16 AM 11:38

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 15th day of September, 1998.

My Commission Expires:



Catherine H. Metzger
Notary Public

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

Signed, sealed and delivered in the presence of:

[Signature]
[Signature]

[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.

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Catherine H. Metzger
Notary Public

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EXHIBIT "A"

PARCEL I

A portion of Tract A of LEMON TREE LAKE, according to the Plat thereof, recorded in Plat Book 82, Page 16, of the Public Records of Broward County, Florida, being more particularly described as follows:

Beginning at the Northeast corner of said Parcel "A"; thence South $0^{\circ}10'40''$ East, along the East line of said Parcel "A" a distance of 469.00 feet more or less to the water's edge; then Westerly the following distances along the water's edge; (as of 3/19/86 10:00 AM elevation = 7.00) 97 feet more or less, 60 feet more or less, 56 feet more or less, 91 feet more or less, 110 feet more or less; thence North $02^{\circ}12'41''$ West along a line 80.05 feet East of, and parallel with, (as measured at right angles) the West line of said Tract A, a distance of 397 feet more or less, to a point 75 feet South of the North line of said Parcel A (as measured along said line 80.05 feet East of, and parallel with, the West line of said Parcel A); thence North $41^{\circ}45'33''$ East, a distance of 100.76 feet; thence North $89^{\circ}49'20''$ East, along the North line of said Parcel "A" a distance of 352.97 feet to the Point of Beginning.

LESS AND EXCEPT from Parcel 1, the following described parcel:

Beginning at the Northeast corner of said Parcel "A", thence South $0^{\circ}10'40''$ East, a distance of 2.00 feet; thence South $89^{\circ}49'20''$ West, a distance of 354.77 feet; thence North $41^{\circ}45'33''$ East, a distance of 2.69 feet; thence North $89^{\circ}49'20''$ East, a distance of 352.97 feet to the Point of Beginning.

Said land situate, lying and being in the City of Margate, County of Broward, State of Florida.

PARCEL II

Non-Exclusive right, privilege and easement to the use and benefit of the property described on Exhibit 1 of that Limited Ingress and Egress Easement filed August 30, 1985, in Official Records Book 12790, Page 717, of the Public Records of Broward County, Florida, for ingress and egress.

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