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ACCOUNT NO. : 072100000032

REFERENCE : 525606 7128835

AUTHORIZATION : Patricia Pzyto

COST LIMIT : \$ 52.50

ORDER DATE : December 26, 2001

ORDER TIME : 10:50 AM

ORDER NO. : 525606-005

CUSTOMER NO: 7128835

CUSTOMER: Ms. Carol Truel  
Richard S. Lehman, Attorney At  
2600 North Military Trail  
Suite 270  
Boca Raton, FL 33431

100004739021--5

DOMESTIC AMENDMENT FILING

NAME: 1400 PLAZA ASSOCIATES LTD.

A23199

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133  
EXAMINER'S INITIALS:

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**AMENDED CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**1400 PLAZA ASSOCIATES LTD.**

The undersigned having formed a Limited Partnership on September 11, 1986, pursuant to the provisions of the partnership laws of the State of Florida do hereby certify as follows:

1. The name of the Partnership is:

**1400 Plaza Associates Ltd.**

2. The character of the Partnership business is to invest in real property.

3. The Partnership's principal place of business is located at c/o Richard S. Lehman, Esq., Suite 270, 2600 N. Military Trail, Boca Raton, FL 33431 or such place as the General Partner may from time to time designate.

4. This Amended Certificate of Limited Partner reflects the sale to the Gonzalez Group of an eighteen point forty-eight percent (18.48%) interest in the Partnership.

As a result of this sale the partnership is now comprised of the following partners:

- a. The name and address of the General Partner is:

1400 Palm Plaza, Inc.  
P.O. Box 247  
Dania, FL 33004

*M 38/68*

- b. The names and addresses of the Limited Partners as of the date of the filing of this Amended Certificate are:

Masaha, Inc.  
c/o Marcos Konig  
2101 W. Commercial Boulevard  
Suite 3500  
Ft. Lauderdale, FL 33309

Bijoux LLC  
c/o Richard S. Lehman, Esq.  
2600 N. Military Trail  
Suite 270  
Boca Raton, FL 33431

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Gonzalez Group  
c/o Donald Oxner, CPA  
Burch, Oxner, Seale Co.  
P.O. Box 4707  
Florence, SC 29052

5. The term of the Partnership has commenced on September 11, 1986 and shall continue until December 31, 2036 unless sooner terminated as provided in the Limited Liability Agreement.

6. No property other than cash is being contributed by the Limited Partners.

The Partners have partnership interests in the following proportions:

Partner	Interest in Operations	Interest in Partnership Capital Items
1400 Palm Plaza, Inc.	1%	1%
Bijoux LLC	82.48%	82.48%
Masaha, Inc.	10%	10%
Gonzalez Group	6.52%	6.52%

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7. No time has been agreed upon as to when the Limited Partner shall be entitled to return of its contribution to the Partnership.

8. The profits and losses of the Partnership and all items of income, gain, loss, deductions or credits which enter into the computation thereof shall be allocated one percent (1%) to the General Partner and ninety-nine percent (99%) to the Limited Partners in their proportional interests.

9. A Limited Partner may not substitute an assignee as a Limited Partner in its place without the consent of the General Partner.

10. The General Partner does not have the right to admit additional Limited Partners without the consent of the Limited Partners.

11. There is no priority with respect to any of the Limited Partner as to contributions or as to compensation by way of income.


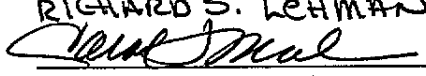
12. In the event of the withdrawal, or removal, or bankruptcy of the General Partner, the Limited Partners have the right to elect a successor General Partner and continue the business of the Partnership.

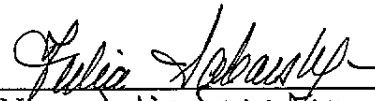
13. A Limited Partner does not have the right to demand and receive property other than cash in return for its contribution.

IN WITNESS WHEREOF, the undersigned have executed and sworn this Amended Certificate as of the 31 day of dec., 2001 at 1:00p.m.

ATTEST:

1400 Palm Plaza, Inc., a Florida corporation  
as General Partner of 1400 Plaza Associates  
Ltd., a Florida limited partnership

  
\_\_\_\_\_  
RICHARD S. LEHMAN  
  
\_\_\_\_\_  
CAROL TRUEL

By:   
\_\_\_\_\_  
Print Name: JULIA SADAUSKY  
Title: PRESIDENT  
Date: December 31, 2001

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