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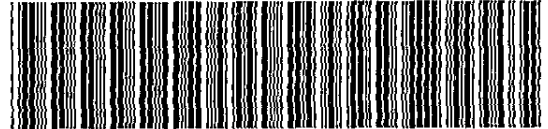
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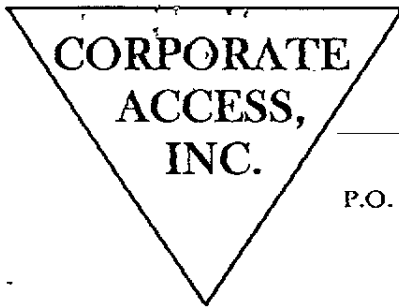
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DIVISION OF CORPORATIONS



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Ltd Amend

1.

Aviator South Beach, Ltd
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

File 1st

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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TALLAHASSEE, FLORIDA

AMENDMENT TO CERTIFICATE AND
AGREEMENT OF LIMITED PARTNERSHIP
OF
AVIATOR SOUTH BEACH, LTD.

This Amendment to Agreement of Limited Partnership (the "Amendment") is being executed this 13 day of January, 2006 by and between PELICAN HARBOUR MANAGEMENT, INC., a Florida corporation, as "General Partner" and NICOLAAS N.P. SANDMANN, STEVEN ZVI LEVINSON and JUDITH S. BERSON, as Trustees of the LEVINSON/BERSON FAMILY REVOCABLE TRUST under agreement dated October 18, 2001, as "Limited Partners" and hereby amends that certain partnership Agreement dated November 9, 2004 (the "Limited Partnership Agreement") forming that certain partnership known as AVIATOR SOUTH BEACH, LTD. (the "Partnership") as follows:

Section 6.1 of the Limited Partnership Agreement is hereby amended to read as follows: Withdrawal, Retirement or Transfer of Interest by the General Partner. The General Partner may not voluntarily resign or withdraw from the Partnership except in connection with a transfer of its Interest in the Partnership, which transfer shall be subject to the consent of all Limited Partners.

In witness whereof, we have hereunto set our hands and seals on the date first written above.

Witnesses:

Melva Fernandez
Print Name: Melva Fernandez

PELICAN HARBOUR MANAGEMENT, INC.,
a Florida corporation, General Partner

Alexander Sklar
Print Name: Alexander Sklar

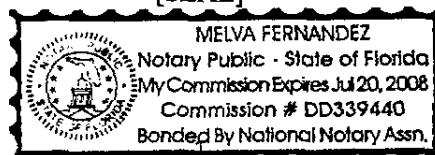
By: Steven Levinson
Steven Levinson, President

STATE OF FLORIDA }
COUNTY OF MIAMI-DADE }

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared STEVEN LEVINSON, as President of PELICAN HARBOUR MANAGEMENT, INC., a Florida corporation, General Partner, who produced _____ as identification, and who did not take an oath, but acknowledged before me the execution of the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 13 day of January, 2006.

Melva Fernandez
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Melva Fernandez
My commission expires: 7/20/08
[SEAL]



Print Name: N.P. Sandmann

NICOLAAS N.P. SANDMANN, Limited
Partner

Print Name: G.S.J.K. Reddyawara

[Attach civil law notary here]

Gezien voor legalisatie van de handtekening van:

✓ Seen for legalization of the signature of: Mr N.P.J. Sandmann

Vu pour légalisation de la signature de:

Es wird hiermit beglaubigt das die Unterschrift von:

door mij, notaris, heden de

✓ by me, civil-law notary, on the 13th day of January 2006

par moi-même, notaire, aujourd'hui le

vom dem unterzeichneten Notar anerkannt ist, heute den



Melva Fernandez
Print Name: Melva Fernandez

Alexandra Slava
Print Name: Alexandra Slava

Melva Fernandez
Print Name: Melva Fernandez

Alexandra Slava
Print Name: Alexandra Slava

STEVEN ZVI LEVINSON, as Trustee of the
LEVINSON/BERSON FAMILY
REVOCABLE TRUST under agreement
dated October 18, 2001, Limited Partner

JUDITH S. BERSON, as Trustee of the
LEVINSON/BERSON FAMILY
REVOCABLE TRUST under agreement
dated October 18, 2001, Limited Partner

STATE OF FLORIDA }
COUNTY OF MIAMI-DADE }

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared STEVEN ZVI LEVINSON and JUDITH S. BERSON, as Trustees of the LEVINSON/BERSON FAMILY REVOCABLE TRUST under agreement dated October 18, 2001, Limited Partner, who produced _____ as identification, and who did not take an oath, but acknowledged before me the execution of the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 13 day of January, 2006.

Melva Fernandez
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Melva Fernandez

My commission expires: 7/20/08

[SEAL]

