

Division of Corporations

Page 1 of 2

A00000000000418

**Florida Department of State
Division of Corporations
Public Access System**

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000231366 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)521-1030

03 JUL 17 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SK

LIMITED PARTNERSHIP AMENDMENT

SECOND FAIRGROUNDS ASSOCIATES LTD.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 0203 |
| Estimated Charge | \$52.50 |

JP 7-18-03



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 11, 2003

SECOND FAIRGROUNDS ASSOCIATES LTD.
777 SOUTH FLAGLER DRIVE
SUITE 1101E
WEST PALM BEACH, FL 33401SUBJECT: SECOND FAIRGROUNDS ASSOCIATES LTD.
REF: A00000000048

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with the office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 5 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document SpecialistFAX Aud. #: H03000231366
Letter Number: 703A00041118RECEIVED
03 JUL 18 AM 7:52
CORPORATION
03 JUL 17 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H03000231366 3

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

SECOND FAIRGROUNDS ASSOCIATES, LTD.

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on January 6, 2000, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (Indicate article number(s) being amended, added, or deleted)

EIGHT: The name and address of the new general partner is:
Second Fairgrounds Holding GP LLC (a Delaware Limited Liability Company)
777 South Flagler Drive, Suite 1101B
West Palm Beach, FL 33401

M03000002397

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner(s)

By: Second Fairgrounds Holding LLC, a Florida Limited Liability Company

By: Goodman Properties, Inc., Manager

By:

Signature(s) of new general partner(s), if applicable:

Second Fairgrounds Holding GP LLC (a Delaware Limited Liability Company)

By: Goodman Properties, Inc., Manager

By:

03 JUL 17 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

H03000231366 3