

APR. 20. 2007 11:50AM

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NO. 601 P. 1

Florida Department of State

Division of Corporations
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To:

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

RESUBMIT

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

CP# F07000002109

DB

Trey

CSC # 2940

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

CONTINENTAL HOLDINGS II, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	84
Estimated Charge	\$52.50

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February 2, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

CONTINENTAL HOLDINGS II, LTD.
875 NORTH MICHIGAN AVE., SUITE 3620
CHICAGO, IL 60611

SUBJECT: CONTINENTAL HOLDINGS II, LTD.
REF: A00000000121

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile 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 limited partnership must have an active registration/filing on file with this office before this filing can 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 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Document Specialist

FAX Aud. #: E07000028269
Letter Number: 707A00008108

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

CONTINENTAL HOLDINGS II, LTD.

(Insert name currently on file with Florida Department of State)

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on January 18, 2000, adopts the following certificate of amendment to its certificate of limited partnership.

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

The name of the registered agent and the registered office address as shown on the records of the Florida Department of State, B. Barry Mansur, 1117 Schefflera Drive, Captiva, FL 33924, shall be withdrawn as of this filing. Effective as of the date of this filing, the new registered agent and registered office address shall be Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301

The current General Partner, Mansur Interests II, Ltd., shall withdraw as of the effective date of the filing. Effective as of the date of this filing, the new General Partner shall be Argo Partners, Inc., 12 West 37th Street, New York, New York 10018

070000002109

SECOND: Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner(s)*:

(*Note: If adding or deleting an election to be a limited liability limited partnership statement, all general partners must sign the amendment.)

[Signature]

[Signature]

Signature(s) of new or dissociating general partner(s), if any:

[Signature]

[Signature]

Filing Fee: \$52.50
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APR 18 2007



CORPORATION SERVICE COMPANY

STATE OF FLORIDA
ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT OF
CONTINENTAL HOLDINGS II, LTD.

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

Troy Todd
as its agent


Signature of Registered AgentSECRETARY OF STATE
TALLAHASSEE FLORIDA

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