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A01-660

November 15, 2001

11/20

FILED
01 NOV 20 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

MJA

Re: Berkowitz Family Enterprises, Ltd.
Our File No. R79.001

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*****52.50 *****52.50

Dear Sir/Madam:

Enclosed for filing with the Secretary of State is an original Certificate of Amendment to Certificate of Limited Partnership of the "Berkowitz Family Enterprises, Ltd., a Florida limited partnership". Also enclosed is a check payable to the Florida Department of State in the amount of \$52.50 required for filing said Certificate. Upon receipt and filing, please forward to us a copy of the Certificate stamped "FILED" in the enclosed, self-addressed, stamped envelope. If you have any questions, please do not hesitate to call.

Sincerely,


Sandra M. Ferrera

SMF/jr.

Enclosures

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
BERKOWITZ FAMILY ENTERPRISES, LTD.,
a Florida limited partnership**

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on May 15, 2001, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Article I - Section 1.5(a):

Names and Addresses or Places of Residence of Partners is hereby deleted in its entirety and the following is substituted:

- (a) The name and address of the General Partners in the Partnership are as follows:

NATALIE BERKOWITZ, as Trustee of the Natalie
Berkowitz Revocable Trust dated May 3, 1989; as
amended by that First Amendment dated May 11, 2001
7441 Wayne Avenue, Apt. 11-F
Miami Beach, FL 33141

JOAN R. GOLDMAN
10418 S.W. 76 Street
Miami, FL 33173

MARGARET R. ROTHBERG
120 E. 81 Street, #4G
New York, NY 10028

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TALLAHASSEE, FLORIDA

SECOND: Article III - Section 3.1:

Initial Capital Contribution of Partners is hereby deleted in its entirety and the following is substituted:

The General Partner's initial capital contribution and its ownership percentage (the "Percentage Interest," as hereinafter defined) is as follows:

NATALIE BERKOWITZ	\$5,816.66	.333%
JOAN R. GOLDMAN	\$5,816.66	.333%

MARGARET R. ROTHBERG \$5,816.66 .333%

The total initial capital contribution of the Limited Partners is the sum of \$1,727,550.00 and their Percentage Interest is as set forth on Schedule A. It is anticipated that the Limited Partners, may, but are not required to, contribute additional capital.

Each Partner's Percentage Interest shall be equal to the quotient resulting from a fraction the numerator of which is the Partner's capital contributions and the denominator of which is the aggregate capital contributions of all of the Partners.

THIRD: Schedule A is deleted in its entirety and replaced with the attached Schedule A reflecting current limited partnership interests in the partnership.

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

FIFTH: Signature(s)

Signature of Current General Partner:

Natalie Berkowitz
NATALIE BERKOWITZ

Signature(s) of New General Partner(s), if applicable:

Natalie Berkowitz
NATALIE BERKOWITZ, as Trustee of the Natalie Berkowitz
Revocable Trust dated May 3, 1989; as amended by that First
Amendment dated May 11, 2001

Joan R. Goldman
JOAN R. GOLDMAN

Margaret J. Rothberg
MARGARET J. ROTHBERG

SCHEDULE A

LIMITED PARTNERS

<u>NAME & ADDRESS</u>	<u>CAPITAL CONTRIBUTION</u>	<u>PERCENTAGE INTEREST</u>
Natalie Berkowitz 7441 Wayne Avenue, Apt. 11-F Miami Beach, Florida 33141-2543	\$1,692,650.00	97.0%
Joan R. Goldman 10418 S.W. 76 Street Miami, FL 33173	17,450.00	1.0%
Margaret F. Rothberg 120 E. 81 Street, #4G New York, NY 10028	17,450.00	1.0%
TOTAL	<u>\$ 1,727,550.00</u>	99.00%