

A01000000722

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Account Name : TURNBERRY ASSOCIATES
Account Number : I19990000201
Phone : (305)933-5505
Fax Number : (305)933-5535

BK

LIMITED PARTNERSHIP AMENDMENT
TL FONTAINEBLEAU TOWER LIMITED PARTNERSHIP

Certificate of Status	1
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Certified Copy	0
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August 1, 2002

TL FONTAINEBLEAU TOWER LIMITED PARTNERSHIP
19501 BISCAYNE BLVD.
SUITE 400
AVENTURA, FL 33180

SUBJECT: TL FONTAINEBLEAU TOWER LIMITED PARTNERSHIP
REF: A01000000722

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We have received your electronically transmitted document. However, the document was submitted under the wrong electronic filing type and cannot be processed by this office.

To proceed, you must abandon this filing and resubmit your filing under the appropriate electronic filing type.

Please note that the AMENDED AND RESTATED CERTIFICATE must state that it is being filed in accordance with Section 620.109, F.S.

Also please note that the AMENDED AND RESTATED CERTIFICATE must be filed under the "AMENDMENT" option.

And please note that YOU MAY NOT FILE AN AMENDED AND RESTATED AFFIDAVIT OF CAPITAL CONTRIBUTIONS. Please remove this document. It has to be filed separately. We currently show the limited partner contribution amount as \$100.00. So if the contributions are being increased to \$28,952,840, you will need to file a SUPPLEMENTAL AFFIDAVIT. You can download a form for this from our website. The fee to file this SUPPLEMENTAL AFFIDAVIT would be \$1,750.00. If you wanted a CERTIFIED COPY, there would be an additional \$52.50 charge. Please note that when you file a SUPPLEMENTAL AFFIDAVIT by E-FILE, you use the AMENDMENT option.

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Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Buck Kohr

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Corporate Specialist

Letter Number: 402A000462

02 AUG - 1 11 33 AM '00
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FLORIDA

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
TL FONTAINEBLEAU TOWER LIMITED PARTNERSHIP**

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02 AUG -1 PM 4:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 24, 2001, adopts the following Amended and Restated Certificate of Limited Partnership.

1. The name of the Limited Partnership is:

TL FONTAINEBLEAU TOWER LIMITED PARTNERSHIP

2. The Business Address of the Limited Partnership is:

19501 Biscayne Boulevard, Suite 400
Aventura, FL 33180

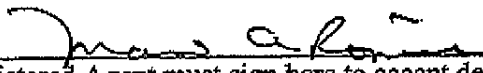
3. The Name of the Registered Agent for Service of Process is:

Mario A. Romine

4. The Florida Street Address for the Registered Agent is:

19501 Biscayne Boulevard, Suite 400
Aventura, Florida 33180

5.



(Registered Agent must sign here to accept designation as Registered Agent for Service of Process).

6. The Mailing Address of the Limited Partnership is:

19501 Biscayne Boulevard, Suite 400
Aventura, FL 33180

7. The latest date upon which the Limited Partnership is to be dissolved is:

April 30, 2011

8. The Name and Specific Address of the General Partner is:

JS Collins, LLC
19501 Biscayne Boulevard, Suite 400
Aventura, FL 33180

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Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated effective as of the 1st day of August, 2002.

Signature of all general partners:

TL Fontainebleau Tower Limited Partnership, a Florida limited partnership

By: JS Collins, LLC
A Florida limited liability company,
its sole general partner

By: JS Collins II, LLC
A Florida limited liability company,
its sole member

By: 
Jeffrey Soffer,
Managing Member

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