

1/13/03 (MON) 10:28 AM BILZIN, SUMBERG, DUNN, BARNA, PRICE & AXELROD LLP, P.A. TEL: 305-374-7580 FAX: 305-374-7593 P. 001
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DIVISION OF CORPORATION

LIMITED PARTNERSHIP AMENDMENT

NEW RIVER PHASE II, LTD.

Please make the filing of the Statement of Qualification effective as of the filing date of the Certificate of Limited Partnership

Certificate of Status	1
Certified Copy	1
Page Count	01
Estimated Charge	\$113.75

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**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP OF
NEW RIVER PHASE II, LTD.**

1. The name of the limited partnership as identified in the records of the Florida Department of State is New River Phase II, Ltd.
2. The limited partnership adopts the suffix "LLLP" and, upon the filing of this Statement of Qualification, the name of this entity shall be New River Phase II, LLLP.
3. The street address of the limited partnership's principal office in Florida and its chief executive office is:

115 N.W. 167 Street, #300
North Miami Beach, Florida 33169.

4. The limited partnership hereby elects to be a limited liability limited partnership.
5. The effective date of this filing shall be as of the date that this document is filed with the Florida Secretary of State.
6. The name and Florida street address of the limited partnership's agent for service of process required to be maintained pursuant to Section 620.105, Florida Statutes, as amended, are:

Granvil M. Tracy
115 N.W. 167 Street, #300
North Miami Beach, Florida 33169.


The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 1st day of January, 2003 . . .

GENERAL PARTNER:

NRPII GP, LLLP, a Florida limited liability
limited partnership

By: New River II GP, LLC, a Florida
limited liability company, its general partner

By: 
Granvil M. Tracy, Manager

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