

6/15/2004

JUN. 15. 2004 12:42PM

GREENBERG TRAURIG

NO. 801 P. 1

GREENBERG
ATTORNEYS AT LAW
TRAURIG

FILED
2004 JUN 15 PM 12:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Transmittal Cover Sheet

TO Florida Secretary of State
Company Division of Corporations
Fax Number (850) 205-0383
Phone Number

FROM Heather Irving
File Number 67041.010100

Comments Re: H04000126385 3)

Attached please find Certificate of Amendment to Certificate of Limited Partnership of Bonaventure Hotel Associates, Ltd. for filing.

Date June 15, 2004
Time
No. Pages Including this cover sheet 3

Please notify us immediately if not received properly at 407-420-1000.

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JUN. 15. 2004 12:43PM

GREENBERG TRAURIG

NO. 801 P. 3

((H04000126385 3)))

**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
BONAVENTURE HOTEL ASSOCIATES, LTD.**

FILED
2004 JUN 15 PM 12:08
JULIUS ROBERTSON CORPORATION
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 620.109, Florida Statutes, **BONAVENTURE HOTEL ASSOCIATES, LTD.**, a Florida Limited Partnership (the "Limited Partnership"), whose certificate was filed with the Florida Department of State on December 30, 2003, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: The name of the Limited Partnership is "Bonaventure Hotel Associates, Ltd."

SECOND: The original certificate of limited partnership for the Limited Partnership (the "Original Certificate") was filed on December 30, 2003.

THIRD: Paragraph 4 of the Original Certificate is hereby deleted in its entirety and, in lieu thereof, the following is substituted:

4. The name and address of the sole general partner is as follows:

BONAVENTURE HOTEL GP, LLC
1200 Biscayne Boulevard, Penthouse 810
Miami, Florida 33181

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

IN WITNESS WHEREOF, the general partner has executed the foregoing Certificate of Amendment to Certificate of Limited Partnership on this 10 day of June, 2004.

BONAVENTURE HOTEL GP, LLC, a Florida
limited liability company

By: _____

Name: Thomas K. Ireland, Sole Member

((H04000126385 3)))