

**A04000000253**

Division of Corporations

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**LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION**

**OLD CITY HALL ASSOCIATES, L.L.L.P.**

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September 1, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

WILLIAMS, PARKER, HARRISON

SUBJECT: OLD CITY HALL ASSOCIATES, L.L.L.P.  
REF: A04000000253

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.

It is not clear are you removing both of the current General Partners? If so then all dissociating general partners have to sign.

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Neyssa Culligan  
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**AMENDMENT TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
OLD CITY HALL ASSOCIATES, L.L.L.P.,  
a Florida limited liability limited partnership**

**FLORIDA DOCUMENT #A0400000253**

WAYNE M. RUBEN ("Ruben"), previously designated a Managing General Partner of Old City Hall Associates, L.L.L.P., a Florida limited liability limited partnership (the "Partnership"), whose Certificate of Limited Partnership was filed with the Secretary of State, State of Florida on February 13, 2004, and RUBEN-HOLLAND MANAGEMENT, LLC, a Florida limited liability company ("Management"), as substitute Managing General Partner of the Partnership, hereby amend said Certificate of Limited Partnership as follows:

1. Paragraphs 1 through 5 are hereby amended in their entirety to read as follows:

1. The name of the Partnership is:

OLD CITY HALL ASSOCIATES, L.L.L.P

2. The mailing address of the Partnership is:

1991 Main Street, Suite 208  
Sarasota, Florida 34236

3. The principal office address of the Partnership is:

1991 Main Street, Suite 208  
Sarasota, Florida 34236

4. The name and address of the registered agent of the Partnership is:

J. Michael Hartonstine  
200 South Orange Avenue  
Sarasota, Florida 34236

5. The name and address of the general partner of the Partnership is:

Ruben-Holland Management, LLC **LO9-47354**  
1991 Main Street, Suite 208  
Sarasota, Florida 34236

2. The term "Managing General Partner" shall mean Ruben-Holland Management, LLC, a Florida limited liability company, or any other person or entity admitted as a Managing General Partner by consenting to be bound by the terms of the Partnership's Limited Liability Limited Partnership Agreement. A Managing General Partner may be both a general partner and

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a limited partner of the Partnership. The address of the Managing General Partner is: 1991 Main Street, Suite 208, Sarasota, FL 34236.

3. David S. Band was removed as a Managing General Partner of the Partnership, pursuant to a document entitled "Removal of Managing General Partner" executed effective May 18, 2009.


4. Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

5. The execution of this Amendment by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


IN WITNESS WHEREOF, Ruben and Management have executed this Amendment to the Certificate of Limited Partnership of the Partnership on this 31st day of August 2009.

  
\_\_\_\_\_  
WAYNE RUBEN

DAVID S. BAND

By:   
\_\_\_\_\_  
Wayne Ruben  
As David S. Band's true and lawful attorney-in-fact in accordance with Section 8.10 of the Limited Liability Limited Partnership Agreement of the Partnership dated February 13, 2004, as amended

PREVIOUSLY DESIGNATED MANAGING  
GENERAL PARTNERS

RUBEN-HOLLAND MANAGEMENT,  
By:   
\_\_\_\_\_  
Wayne Ruben  
As Its Manager

SUBSTITUTE MANAGING GENERAL PARTNER

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