

H04 000002094

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(Address)

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(City/State/Zip/Phone #)

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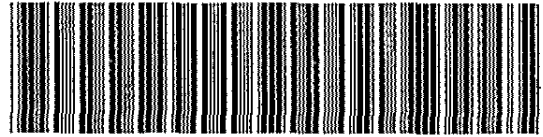
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

H04-2094
AK

LAW OFFICES
OF
JOEL REINSTEIN, P.A.
WACHOVIA PLAZA • SUITE 325
925 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

JOEL REINSTEIN
JOEL@REINSTEINLAW.COM

PHONE (561) 393-6714
FAX (561) 393-1909

January 31, 2007

DHL

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Re: PEM-SAM I LTD.

Dear Sirs:

Please find enclosed the following:

1. Certificate of Amendment To Certificate Of Limited Partnership of PEM-SAM I LTD. wherein the Partnership elects to become a Limited Liability Limited Partnership and change its name to PEM-SAM I LLLP.

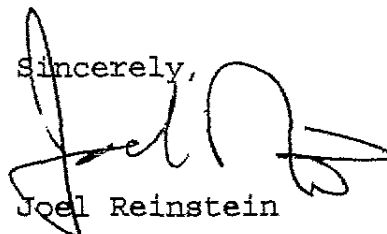
2. Check in the amount of \$105.00 to cover filing fee and one certified copy of the Certificate of Amendment.

3. Return envelope to return the Certificate of Amendment.

Please note that the effective date of the Amendment is as of the date of filing of the Certificate of Amendment.

For further information concerning this matter please contact the undersigned. Thank you for your cooperation in this matter.

Sincerely,



Joel Reinstein

JR/wsm

Enclosures-check

cc: Mr. Philip E. Morgaman
David A. Zugman, C.P.A.
Matthew Jones, Esq.
Michael Goldstein, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
PEM-SAM I LTD.
A FLORIDA LIMITED PARTNERSHIP

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2007 FEB - 1 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 620.1202, Florida Statutes, this Florida Limited Partnership, whose Certificate of Limited Partnership (the "Certificate") was filed with the Florida Department of State on December 29, 2004, adopts the following Certificate of Amendment to its Certificate:

FIRST: Section 1 of the Certificate shall be changed to reflect the new name of Partnership, as follows:

"1. The name of the Partnership is PEM-SAM I LLLP."

SECOND: Section 6 of the Certificate shall be changed to reflect that the term of the Partnership shall be perpetual as follows:

"6. The term of the Partnership shall be perpetual."

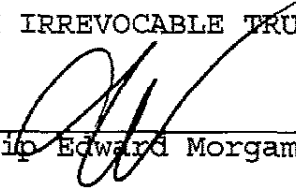
THIRD: The Partnership elects to become a Limited Liability Limited Partnership.

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

IN WITNESS WHEREOF, this Certificate of Amendment has been executed by the General Partner of PEM-SAM I LTD., this 18th day of January, 2007.

PEM-SAM I LTD.

BY: PEM IRREVOCABLE TRUST II

BY: 
Philip Edward Morgaman, Trustee