

**THE UNDERHILL GROUP INC.**

490 N. Harbor City Blvd.

Meridown, IL 3293

324-242-2224

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. MONTREAL LIMITED PARTNERSHIP (Corporation Name) A04008 (Document #)

2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

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-10/25/01--01088--001

\*\*\*\*\*52.20 \*\*\*\*\*52.20

3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

FIFTH AMENDMENT TO MONTREAL, LTD.  
CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP

WE, the undersigned, being all the partners of MONTREAL LIMITED PARTNERSHIP hereby amend the Certificate of Limited Partnership filed December 29, 1974 in the office of Secretary of State of the State of Florida, and amended March 3, 2000 and December 29, 2000 for the following reasons and in the following manner:

Eric S. Katz, for estate planning purposes, have executed a trust known as the Eric Stephen Katz Revocable InterVivos Trust u/t/d 10-24-00", under which he is the trustee; and said Trust has been admitted to the Partnership as a Substitute Limited Partner.

Therefore, "Schedule A of said Certificate of Limited Partnership" is amended by the substitution therefore of "Amended Schedule A" attached hereto.

EXCEPT as set forth above, the Certificate of Limited Partnership is hereby ratified and confirmed in its entirety.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals as of this 29<sup>th</sup> day of December, 2000.

Signed, sealed and delivered  
in the presence of:

Sheila S. Reagan  
Signature  
Sheila S. Reagan  
Print Name  
Susanne S. Krasnok  
Signature  
Susanne S. Krasnok  
Print Name

MONTREAL, LTD., a Florida  
Limited Partnership

By: [Signature]

H. J. Underill III  
General Partner

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 OCT 25 AM 11:12

Signed, sealed and delivered  
in the presence of

Sheila S. Reagan  
Signature  
Sheila S. Reagan  
Print Name  
Susanne S. Krasnok  
Signature  
Susanne S. Krasnok  
Print Name

By: [Signature]

H. J. Underill III  
Attorney-in-fact for the Limited Partnership named  
in Amended Schedule A attached  
hereto and made a part hereof

Prepared by and return to:

H. J. Underill III  
490 N. Harbor City Blvd.  
Melbourne, Florida 32935

STATE OF FLORIDA) ss  
COUNTY OF BREVARD)

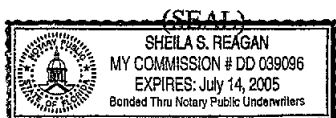
On this 29<sup>th</sup> day of **December, 2000**, before me, the undersigned, Notary Public in and for the State of Florida at large, duly commissioned and sworn, personally appeared H. J. Underill III, personally known to me to be the individual described in and who executed the foregoing instrument as General Partner of Montreal, Ltd., a Florida Limited Partnership, and acknowledged that he signed and sealed the same as his voluntary act and deed for the uses and purposes therein contained.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.

Sheila S. Reagan  
Notary Public, State of Florida

Sheila S. Reagan  
Print Name

Commission Number: 039096



My commission expires: 7/14/05

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 OCT 25 AM 11:12

STATE OF FLORIDA) ss  
COUNTY OF BREVARD)

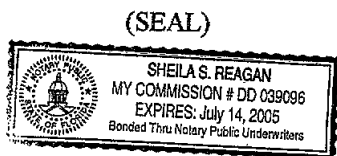
On this 29<sup>th</sup> day of **December, 2000**, before me, the undersigned, a Notary Public in and for the State of Florida at large, duly commissioned and sworn, personally appeared H. J. Underill III, personally known to me to be the individual described in and who executed the foregoing instrument as Attorney-in-Fact for the act and deed for the uses and purposes therein contained.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.

Sheila S. Reagan  
Notary Public, State of Florida

Sheila S. Reagan  
Print Name

Commission Number: 039096



My Commission expires: 7/14/05

# AMENDED SCHEDULE A

## NAME & ADDRESS OF GENERAL PARTNERS:

James H. Pruitt Real Estate, Inc.  
10 S. Harbor City Blvd.  
Melbourne, FL. 32901

H. J. Underill III  
490 N. Harbor City Blvd.  
Melbourne, FL. 32935

## NAME & ADDRESS OF LIMITED PARTNERS:

Dr. John B. Adamson  
211 Flamingo Lane  
Melbourne Beach, FL. 32951

Julia Apke  
2829 N.E. 33rd Ct. #203  
Ft. Lauderdale, FL. 33306

Tony B. & Mary S. Barge  
Summer: Winter:  
P.O. Box 16 2046 Bottlebrush Dr.  
Blairsville, GA Melbourne, FL. 32935  
30512-0016

Allan F. Beaupre  
670 Americals Cup Cove  
Alpharetta, GA. 30202

Bonnie C. Black  
36 Brook Dr.  
Hindsdale, NH 03451

"Acting Trustee for the  
John E Brady Declaration of Trust  
Dated November 10, 1999"  
1017 W. Oriole Circle  
Barefoot Bay, FL. 32976

Nancy B. Fowler  
15012 Maurine Cove Ln.  
Odessa, FL 33556

Karen Gaspard  
571 Asacai Ave.  
Melbourne Village, FL. 32904

Marlin O. Gehrke, Vera Nell Gehrke and  
Deborah Gehrke-Kocol, as Co-Trustees  
of the Marlin O. Gehrke, Trust dated  
March 19, 1998  
8060 S. Tropical Trail  
Merritt Island, FL. 32952

Robert C. Haines  
HC 29, Box 147  
Prescott, AZ. 86301

## OWNERSHIP:

5.00%

5.00%

8.57%

8.57%

8.57%

4.29%

4.29%

8.57%

4.29%

1.0725%

4.29%

17.12%

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01 OCT 25 AM 11:12

Eric Stephen Katz as Trustee of Eric Stephen Katz Revocable InterVivos Trust 600 N.E. 52nd Terrace Miami, FL. 33137	4.29%
Jules D. Pagano 3905 South End Ave. #24D New York, NY. 10280	4.29%
Annette Schopke 104 E. Bluff Terrace Melbourne, FL. 32901	4.29%
Hap Shasky c/o King of Spalding 1730 Pennsylvania Ave. NW Washington, D.C. 20006	4.29%
Edward K. Wachter 9027 Weatherwood Ct. Vienne, VA. 22180	3.2175%

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