

A07020

OFFICES OF
BARRY A. BOBEK
PROFESSIONAL ASSOCIATION

TRIAL PRACTICE
PERSONAL INJURY
REAL PROPERTY
FAMILY LAW

June 9, 2000

503 EAST MONROE STREET
JACKSONVILLE, FLORIDA 32202
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Via Hand Delivery

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000003284570--3
-06/12/00--01030--001
*****52.50 *****52.50

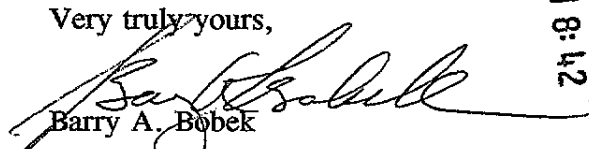
Re: The Beaches Hamlet, Ltd.

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-06/12/00--01030--002
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Dear Sir:

Please file the enclosed Amendment of The Second Amended and Restated Agreement of Limited Partnership for The Beaches Hamlet, Ltd. My trust account check, number 9967 in the amount of \$52.50 is also enclosed to cover the filing fee. I also enclose an additional copy of the Amendment which I request that you date stamp and return with the courier. Thank you for your assistance.

Very truly yours,


Barry A. Bobek

BAB/jaw
enclosures

12/17/8

RECEIVED
00 JUN 12 AM 8:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3K 6/12/00

AMENDMENT TO LIMITED PARTNERSHIP CERTIFICATE AND
AMENDMENT OF SECOND AMENDED AND RESTATED AGREEMENT
OF LIMITED PARTNERSHIP, THE BEACHES HAMLET, LTD.

(BEACHES HAMLET, LTD. was originally filed on December 1, 1978.)

WHEREAS, the partnership has had a twenty (20) year history of experience and the partners are well advised of the status and the condition of partnership property and

WHEREAS, Arlene M. Cooper is now serving as the managing partner for the partnership, and

WHEREAS, there are sufficient numbers of partners desirous of amending the provision of the partnership agreement that names a managing partner, and

WHEREAS, an appointment of a new managing partner will entail time and expense for which the agreement provides a six percent (6%) management fee, a new managing partner should have that benefit and compensation instead of the present managing partner, and

WHEREAS, said partners wish to constitute and appoint Paula K. Stevens as the managing partner in place and instead of Arlene M. Cooper and such appointment has the consent and recommendation of Edward Holt, a General Partner, and

WHEREAS, the present provision for a managing partner provides:

4.33 Managing Partner (or Managing General Partner). Arlene Cooper, or such other General Partner as shall be determined by the General Partners, with consent of the FHA.

WHEREAS, such amendment has been proposed to the Limited Partners in the following form, and the amended provision shall henceforth provide:

4.33 Managing Partner. Paula K. Stevens, or such other partner as shall be determined by a written vote of seventy-five percent (75%) of the Limited Partners, with the consent of the FHA. Said Managing Partner, Paula K. Stevens, or her successor as duly elected by amendment under Article XIV shall have all rights, powers, liabilities and obligations set forth throughout the Limited Partnership Agreement where the name Arlene Cooper appears as Managing Partner, including but not limited to the provision of a management fee of six percent (6%) of the annual gross revenues, to the extent of the partnership cash available, under Article VII, Section 7.6.

NOW, THEREFORE, the undersigned General Partner, as attorney-in-fact for the Limited Partners and with the consent, vote and approval of the holders of one-half or more

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of the units of Limited Partners, causes this amendment to be duly executed as of this 26th
day of May, 2000.

Frank R. B...
Witness

Barry A. Schick
Witness

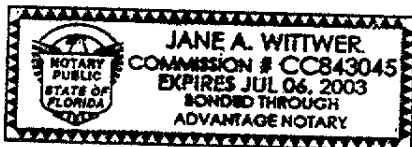
Edward Holt
Edward Holt, General Partner

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STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority personally appeared Edward Holt, to me well known, and who being first duly sworn, deposes and says that he has executed the foregoing amendment of agreement of limited partnership for the partnership and upon the vote of one-half or more of the units of limited partners whose names appear hereinafter.

Sworn to and subscribed before me, this 8th day of June, 2000.



Jane A. Wittwer

<u>Melvin Kartzmer</u> Limited Partner	<u>10</u> No. of Units	<u>5/31/00</u> Date
<u>Charles W. Pistole</u> Limited Partner	<u>5</u> No. of Units	<u>5/30/00</u> Date
<u>Eleanor Ganz (by proxy)</u> Limited Partner	<u>10</u> No. of Units	<u>5/31/00</u> Date
<u>August Miale</u> Limited Partner	<u>10</u> No. of Units	<u>5/30/00</u> Date
<u>R. M. Mitzel</u> Limited Partner	<u>5</u> No. of Units	<u>5/30/00</u> Date
<u>Leonard Day</u> Limited Partner	<u>20</u> No. of Units	<u>5/31/00</u> Date

Paula K. Stevens
Limited Partner

5
No. of Units

5/31/00
Date

Stanley A. Marks
Limited Partner

10
No. of Units

5/31/00
Date

Dorothy S. Wachter
Limited Partner

5
No. of Units

5/30/00
Date

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