



THE UNITED STATES
CORPORATION
COMPANY

A08248

ACCOUNT NO. : 072100000032

REFERENCE : 222709 110538A

AUTHORIZATION : Patricia Piguet

COST LIMIT : \$ 105.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 29 PM 3:36

ORDER DATE : April 29, 1999

ORDER TIME : 11:28 AM

ORDER NO. : 222709-005 200002856892--9

CUSTOMER NO: 110538A

CUSTOMER: Ms. Denise Gentry
Bakst, Cloyd And Bakst, P.a.
Buildings 200 And 400
1551 Forum Place
West Palm Beach, FL 33401

DOMESTIC AMENDMENT FILING

NAME: PLAZA 1551 ASSOCIATES, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: hpl
4/29/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 29 PM 3:36

6947729 PM 12:17

**ARTICLES OF AMENDMENT TO
PLAZA 1551 ASSOCIATES, LTD.
CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP
AND SPECIAL POWER OF ATTORNEY**

Filed December 14, 1979

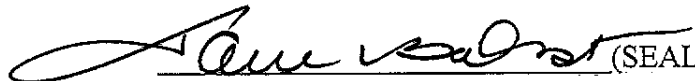
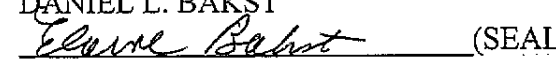
The undersigned do hereby certify that the following Amendment to the Certificate of Formation of Limited Partnership and Limited Partnership Agreement of **PLAZA 1551 ASSOCIATES, LTD.** (the "Partnership"), a Florida limited partnership, was duly approved by all the General Partners and the Limited Partners, effective the 28th of April, 1999.

RESOLVED, that the Schedule of names and places of residence of the General Partners and the Limited Partners be amended to read as attached hereto, and be it further

RESOLVED, that by operation of the terms and conditions contained in Paragraphs 15A and 15D of the Certificate of Formation of Limited Partnership of **PLAZA 1551 ASSOCIATES, LTD.**, **Daniel L. Bakst and Elaine Bakst, his wife** (hereinafter referred to as the General Partners), pursuant to Assignments of General Partnership Interest which are attached hereto and made a part hereof, are the sole General Partners of the partnership; and be it further

RESOLVED, that **DANIEL L. BAKST and ELAINE BAKST, his wife** do hereby consent to and approve the foregoing; and that the Partners have agreed to be bound by all the terms and provisions of the Certificate of Formation of Limited Partnership and Special Power of Attorney, and Limited Partnership Agreement as amended hereby for **PLAZA 1551 ASSOCIATES, LTD.**

IN WITNESS WHEREOF, the General Partners, who, by their execution hereby approve the foregoing, for themselves and as the duly appointed and acting attorneys-in-fact for the Limited Partners herein, have hereunto set their hands and seals this 28th day of April, 1999.

 (SEAL)
DANIEL L. BAKST
 (SEAL)
ELAINE BAKST

(As General Partners, as attorneys-in-fact for the Limited Partners set forth in the Schedule of Partners attached hereto.)

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this date, before me, a Notary Public duly authorized to take acknowledgments and administer oaths, personally appeared DANIEL L. BAKST and ELAINE BAKST, his wife as General Partners, as attorneys-in-fact for the Limited Partners set forth in the Schedule of Partners attached hereto; in and who executed the foregoing Articles of Amendment to the PLAZA 1551 ASSOCIATES, LTD. Certificate of Formation of Limited Partnership and Special Power of Attorney and they did swear before me that all of the statements contained in this instrument are true and correct.

WITNESS my hand and official seal in the State and County named above, this 28th day of April, 1999.

Sandra L. Givettis
Notary Public, State of Florida

My Commission expires: _____
My Commission No. is: _____

Print or Type Notary's Name

Personally known _____ or _____ Produced Identification
Type of Identification Produced _____



Sandra L. Givettis
MY COMMISSION # CC532325 EXPIRES
April 23, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

RECEIVED
COUNTY OF PALM BEACH
99 APR 29 PM 3:36

PLAZA 1551 ASSOCIATES, LTD.
SCHEDULE OF PARTNERS

RECEIVED
PLAZA 1551 ASSOCIATES, LTD.
99 APR 29 PM 3:36

GENERAL PARTNERS

PARTICIPATION PERCENTAGE

NAME: Daniel L. Bakst and 5.92
Elaine Bakst, his wife
ADDRESS: 1551 Forum Place, Buildings 200 & 400
West Palm Beach, FL 33401

LIMITED PARTNERS

NAME: Frank G. Cibula, Jr. 10.367
ADDRESS: 1551 Forum Place, Suite 200D
West Palm Beach, FL 33401

NAME: Richard S. Bernstein 5.779
ADDRESS: 1551 Forum Place, Suite 300A
West Palm Beach, FL 33401

NAME: Kieren Kilday 3.376
ADDRESS: 1551 Forum Place, Bldg. 100
West Palm Beach, FL 33401

NAME: Shelton Ciyatt, Jr. and 6.547
Kevin F. Richardson
ADDRESS: 1551 Forum Place, Suite 300F
West Palm Beach, FL 33401

NAME: Jack Landis 20.000
ADDRESS: 1551 Forum Place, Suite 500A
West Palm Beach, FL 33401

NAME: The 1551 Group, a Florida 8.917
general partnership
ADDRESS: 1551 Forum Place, Buildings 200 & 400
West Palm Beach, FL 33401

**PLAZA 1551 ASSOCIATES, INC.
SCHEDULE OF PARTNERS**

LIMITED PARTNERS (continued)

NAME:	Daniel L. Bakst, as Trustee	7.996
ADDRESS:	1551 Forum Place, Buildings 200 & 400 West Palm Beach, FL 33401	
NAME:	Shelton Clyatt, Jr.	4.191
ADDRESS:	1551 Forum Place, Suite 300C West Palm Beach, FL 33401	
NAME:	Stuart B. Klein and Cary E. Klein, as Joint Tenants with Rights of Survivorship	6.907
ADDRESS:	1551 Forum Place, Suite 400B West Palm Beach, FL 33401	
NAME:	Kandy Associates, a Florida general partnership	20.000
ADDRESS:	1551 Forum Place, Bldg. 100 West Palm Beach, FL 33401	

FILED
CLERK OF DISTRICT COURT
99 APR 29 PM 3:36
WEST PALM BEACH, FLORIDA

ASSIGNMENT OF GENERAL PARTNERSHIP INTEREST

RECEIVED
DIVISION OF REVENUE
99 APR 29 PM 3:36

THIS ASSIGNMENT, made and entered into this the 30 day of April, 1998, by and between ALLAN J. GLUCKSTERN, as a General Partner of PLAZA 1551 ASSOCIATES, LTD., hereinafter referred to as "Assignor" and DANIEL L. BAKST and ELAINE BAKST, his wife, hereinafter referred to as "Assignee", would show as follow:

1. This is an Assignment of a general partnership share of 2.664% of that certain limited partnership known as PLAZA 1551 ASSOCIATES, LTD.

2. This Assignment is made pursuant to the documents in existence.

3. Pursuant to the documents herein, this Assignment is being prepared for execution by the Assignors and Assignee with the general partners' consent to such assignment being included herein.

5. For good and valuable consideration, the parties have executed this Assignment and agree to abide by the terms and conditions herein and terms and conditions of those certain documents of PLAZA 1551 ASSOCIATES, LTD.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this the day and year first above written.

Signed, sealed and delivered
in the presence of:

Heuni P. Lentz
Dona E. Marath
As to Gluckstern

Allan J. Gluckstern L.S.
ALLAN J. GLUCKSTERN

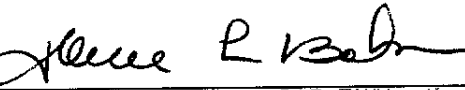
Signed, sealed and delivered
in the presence of:


Heuni P. Lentz
Dona E. Marath
As to Bakst

Daniel L. Bakst L.S.
DANIEL L. BAKST
Elaine Bakst L.S.
ELAINE BAKST

We hereby accept and approve the above assignment on the terms and conditions contained therein, pursuant to the documentation of the limited partnership known as PLAZA 1551 ASSOCIATES, LTD.

PLAZA 1551 ASSOCIATES, LTD.

By: 
DANIEL L. BAKST,
General Partner

By: 
ELAINE BAKST,
General Partner

RECEIVED
PLAZA 1551 ASSOCIATES, LTD.
MAR 29 PM 3:36

ASSIGNMENT OF GENERAL PARTNERSHIP INTEREST

THIS ASSIGNMENT, made and entered into this the 30 day of April, 1998, by and between JACK ACKERMAN, as a General Partner of PLAZA 1551 ASSOCIATES, LTD., hereinafter referred to as "Assignor" and DANIEL L. BAKST and ELAINE BAKST, his wife, hereinafter referred to as "Assignee", would show as follow:

1. This is an Assignment of a general partnership share of .592% of that certain limited partnership known as PLAZA 1551 ASSOCIATES, LTD.

2. This Assignment is made pursuant to the documents in existence.

3. Pursuant to the documents herein, this Assignment is being prepared for execution by the Assignors and Assignee with the general partners' consent to such assignment being included herein.

5. For good and valuable consideration, the parties have executed this Assignment and agree to abide by the terms and conditions herein and terms and conditions of those certain documents of PLAZA 1551 ASSOCIATES, LTD.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this the day and year first above written.

Signed, sealed and delivered
in the presence of:

Sandra L. Givens
Debbie Givens

As to Ackerman

JACK ACKERMAN L.S.

Signed, sealed and delivered
in the presence of:

Sandra L. Givens
Debbie Givens

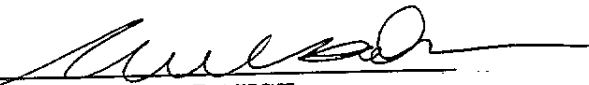
As to Bakst

DANIEL L. BAKST L.S.
ELAINE BAKST L.S.

We hereby accept and approve the above assignment on the terms and conditions contained therein, pursuant to the documentation of the limited partnership known as PLAZA 1551 ASSOCIATES, LTD.

PLAZA 1551 ASSOCIATES, LTD.

By:


DANIEL L. BAKST,
General Partner

By:


ELAINE BAKST,
General Partner

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99 APR 29 PM 3:36
01/20/00 10:00 AM
PLAZA 1551 ASSOCIATES