



A08931

00 DEC -5 PM 1:48  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 845962 4321770  
AUTHORIZATION : *Patricia Pizeto*  
COST LIMIT : \$ 52.50

ORDER DATE : September 27, 2000  
ORDER TIME : 9:35 AM  
ORDER NO. : 845962-005  
CUSTOMER NO: 4321770  
CUSTOMER: Harold Greenberg, Esq  
Graubard, Mollen & Miller  
600 Third Avenue  
New York, NY 10016-2097

600003407836-4

DOMESTIC AMENDMENT FILING

*300A 00651212*

NAME: SUNSIDE ASSOCIATES, LTD.

EFFECTIVE DATE:

*(Handwritten circle)*

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

RECEIVED  
00 SEP 28 AM 10:56  
DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

*hsk  
12/5*

CONTACT PERSON: Jeanine Reynolds EXT 1133  
EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
00 DEC -5 PM 1:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 29, 2000

JEANINE REYNOLDS  
CSC  
TALLAHASSEE, FL

SUBJECT: SUNSIDE ASSOCIATES, LTD.  
Ref. Number: A08931

We have received your document for SUNSIDE ASSOCIATES, LTD. and the authorization to debit your account in the amount of \$52.50. However, the document has not been filed and is being returned for the following:

Before this AMENDMENT can be filed, the new general partner -- PARKADON DEVELOPMENT, LLC -- must qualify in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 300A00051212

File 2nd

CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SUNSIDE ASSOCIATES, LTD.  
(the "Partnership")

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership whose certificate was filed with the Florida Dept. of State on May 27, 1980, which certificate was amended on July 15, 1981, adopts the following certificate of amendment to its certificate of limited partnership.

The reason for this amendment is to modify the business of the Partnership which has sold its property in Hialeah, Florida and because of a change in the General Partner from Stephen Kutner to Parkadon Development, LLC.

**FIRST:**

Article II of the Certificate of Formation is hereby amended as follows:

**"II. The Character of the Business**

The business of the Partnership is to hold title to any occupied cooperative or condominium apartments as may be acquired by the Partnership."

Article IV of the Certificate of Formation , as amended, is amended to read:

"IV. The name and place of residence of each member; General and Limited Partner being respectively designated:

<u>General Partner</u>	<u>Interest</u>	<u>Address</u>
Parkadon Development, LLC	1%	c/o Michael Greenberg 15 Charles Street New York, NY 10014

<u>Limited Partners</u>	<u>Interest (%)</u>	<u>Address</u>
Elizabeth Armstrong	4.95	c/o A. Tivoli - Kaufman, Bernstein, Oberman, Tivoli & Miller, LLC 2049 Century Park East/#2500 Los Angeles, CA 90067
Catherine C. Corkill	4.95	151 East 83rd Street New York, NY 10028

Kathleen Ellsworth	4.95	33 West Street Litchfield, CT 06759
Anthony George	4.95	31781 Grand Canyon Dr Laguna Niguel, CA 92677
Raymond Hartwick	4.95	10153 $\frac{1}{2}$ Riverside Dr Toluca, CA 91602
Thomas Kane and Donna Shu JRT	4.95	7500 Dead Indian Memorial Drive Ashland, OR 97520
Victor J. Kemper	4.95	c/o Alan Tivoli/Kaufman, Bernstein, Oberman Tivoli & Miller, LLC 2049 Century Park East/#2500 Los Angeles, CA 90067
Daniel H. Levin	4.95	2751 Motor Avenue Los Angeles, CA 90064
Will MacKenzie	4.95	c/o Alan Tivoli/Kaufman, Bernstein, Oberman Tivoli & Miller, LLC 2049 Century Park East/#2500 Los Angeles, CA 90067
Ronald Melwom	4.95	One Anchorage Way Freeport, NY 11520
Charles Okun	4.95	c/o Alan Tivoli/Kaufman, Bernstein, Oberman Tivoli & Miller, LLC 2049 Century Park East/#2500 Los Angeles, CA 90067
Peter I. Pressman, M.D.	4.95	c/o Stephen Edelstein, CPA One Blue Hill Plaza Box 1534 Pearl River, NY 10965
Gayne & Darlene Rescher	4.95	c/o Proffer 525 Broadway, Suite 250 Santa Monica, CA 90401
Steven Rosser	4.95	21 Glen Avenue Flanders, NY 11901
Marc Singer, Haunani Singer, Co-Trustees	9.9	c/o Alan Tivoli/Kaufman, Bernstein, Oberman Tivoli & Miller, LLC 2049 Century Park East/#2500 Los Angeles, CA 90067
Louis A. Stroller	4.95	c/o Ross 193 Route 9 South Manalapan, NJ 07726

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

Sunside Associates  
(from Est. of M. Ries)

4.95

c/o Michael Greenberg  
15 Charles St., #15A  
New York, NY 10044

Robert F. Thompson,  
Jr.

4.95

c/o Alan Tivoli/Kaufman, Bernstein,  
Oberman Tivoli & Miller, LLC  
2049 Century Park East/#2500  
Los Angeles, CA 90067

Jobeth Williams

4.95

c/o Alan Tivoli/Kaufman, Bernstein,  
Oberman Tivoli & Miller, LLC  
2049 Century Park East/#2500  
Los Angeles, CA 90067

**SECOND:** This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

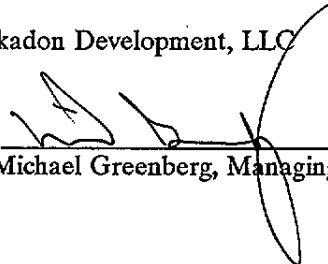
IN WITNESS WHEREOF, this Amendment to the Certificate of Limited Partnership has been duly executed on the 24<sup>th</sup> day of August, 2000, and the aforesaid General Partner and New General Partner, for itself, and as duly appointed and acting attorney-in-fact for the aforesaid Limited Partners, does hereby swear to the fact that all of the foregoing statements are true and correct.

FORMER GENERAL PARTNER

  
STEPHEN KUTNER

NEW GENERAL PARTNER

Parkadon Development, LLC

By:   
Michael Greenberg, Managing Member

00 DEC -5 PM 4:19  
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LIMITED PARTNERS:

Elizabeth Armstrong  
Catherine C. Corkill  
Kathleen Ellsworth  
Anthony George  
Raymond Hartwick  
Thomas Kane and Donna Shu JRT  
Victor J. Kemper  
Daniel H. Levin  
Will MacKenzie  
Ronald Melworm  
Charles Okun  
Peter I. Pressman, M.D.  
Gayne & Darlene Rescher  
Steven Rosser  
Marc Singer, Haunani Singer, Co-Trustees  
Louis A. Stroller  
Sunside Associates (from Est. of M. Ries)  
Robert F. Thompson, Jr.  
Jobeth Williams

00 DEC -5 11:14:39  
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TALLAHASSEE, FLORIDA

By: PARKADON DEVELOPMENT, LLC as  
Attorney-in-Fact for all said Limited Partners

By: \_\_\_\_\_

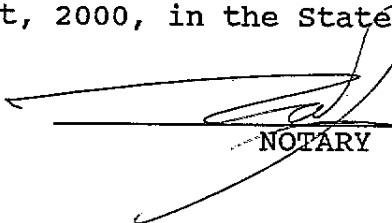
  
Michael Greenberg,  
Managing Member

STATE OF NEW YORK )  
 ) SS:  
COUNTY OF NEW YORK )

BEFORE ME, the undersigned authority, personally appeared STEPHEN KUTNER, known to me and known by me to be the person described in and who executed the foregoing Certificate of Amendment to Certificate of Limited Partnership as the Former General Partner of Sunside Associates, Ltd.; and he duly acknowledged that he executed the same for the uses and purposes in said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of August, 2000, in the State and County aforesaid.

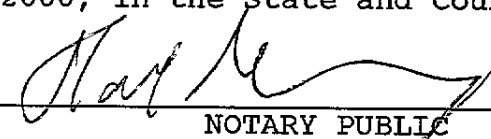
LUN-YING LEE  
Notary Public, State of New York  
No. 30-4713397  
Qualified in Suffolk County  
Commission Expires 9.30.2000

  
\_\_\_\_\_  
NOTARY PUBLIC  
TALLAHASSEE, FLORIDA  
2000 DEC -5 PM 1:49  
FILED

STATE OF NEW YORK )  
 ) SS:  
COUNTY OF NEW YORK )

BEFORE ME, the undersigned authority, personally appeared MICHAEL GREENBERG, known to me and known by me to be the Managing Member of PARKADON DEVELOPMENT, LLC, and who executed the foregoing Certificate of Amendment to Certificate of Limited Partnership as the New General Partner of Sunside Associates, Ltd.; and that said instrument is the free act and deed of said limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25 day of August, 2000, in the State and County aforesaid.

  
\_\_\_\_\_  
NOTARY PUBLIC

Michael Greenberg  
Notary Public State of New York

NO - 02621550299  
Qualified in New York County  
Commission Expires 11/31/00