

EDMOND J. GONG
Attorney at Law

A 106067

Memorandum

To: Division of Corporations
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314-6327

From: Edmond J. Gong, President *egs*
Inflahedge Resources Fund
Sole General Partner
Griffin Road Associates, Ltd.

Re: Filing of Certificate of Amendment to
Certificate of Limited Partnership of Griffin Road Associates, Ltd.
and
Request for Certified Copy of Certificate of Amendment to Certificate of Limited
Partnership of Griffin Road Associates, Ltd.

APPROVE
AND
FILED
02 APR 11 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date: April 8, 2002

Enclosed please find Griffin Road Associates, Ltd. check # 1217 dated today in the amount of \$105.00 for payment of:

1) \$52.50 Fee for the filing of the enclosed Certificate of Amendment To Certificate of Limited Partnership of Griffin Road Associates, Ltd.

2) \$52.50 Fee for a certified copy of Certificate of Amendment To Certificate of Limited Partnership of Griffin Road Associates, Ltd.

Thank you very much for your assistance.

600005258086--1
-04/12/02--01081--018
****105.00 ****105.00

JB
4-15-02

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF LIMITED PARTNERSHIP OF

GRIFFIN ROAD ASSOCIATES, LTD

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on June 18, 1981, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendments: (A.) Article 4., strike the entire Article 4 and insert in lieu thereof a new Article 4. as follows:

"4. The name and place of residence of each partner is as follows:

<u>Name</u>	<u>General Partner</u>	<u>Address</u>
Inflahedge Resources Fund		c/o Edmond J. Gong, President 6161 Blue Lagoon Drive, Suite 270 Miami, Florida 33126
	<u>Limited Partners</u>	
Richard and Berenda Eng		100 River Hill Road Box 180 Spruce Pine, NC 28677
Sanford L Bohrer & Susan Bohrer		6595 Killian Drive Miami, FL 33156
Essie O. Beam		c/o Ms. Nancy Truitt Bank of America P. O. Box 2408
May Jewel Gong Ciemins, M.D.		1900 Lake Road, Apt. 923 Rocky River, OH 44116
Regina W. Spence, Trustee		1220 N. Ocean Boulevard Gulf Stream, FL 33444

02 APR 11 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Lillian C. Wanio

6686 Jog Palm Drive
Boynton Beach, FL 33437

Franklin K. & Norma Tse

5121 Hawkhurst Avenue
Ft. Lauderdale, FL 33331

John T. White

5300 Broken Sound Boulevard, NW
Boca Raton, FL 33487

Inflahedge Resources Fund

c/o Edmond J. Gong, President
6161 Blue Lagoon Drive, Suite 270
Miami, Florida 33126

Martin L. Coyne, Inc.

8812 Twin Lakes Drive
Boca Raton, FL 33496

Karmen Alejandro-White

HC-1 Box 13528
Rio Grande, P. R. 007, 00745

(B) Article 6., **strike the entire Article 6 and insert in lieu thereof a new Article 6:**

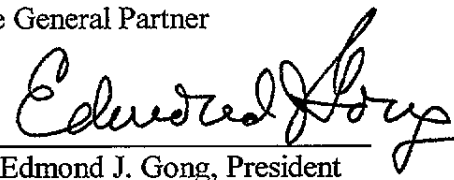
“Article 6. The limited partners listed in Article 4 above have made contributions to the partnership which are set forth in U.S. Return of Partnership Income Form 1065 filed annually by the partnership with the Internal Revenue Service.”

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

THIRD: Signature

Inflahedge Resources Fund
Sole General Partner

By:


Edmond J. Gong, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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