

Bodzin & Golub, P.C.

ATTORNEYS AT LAW

STEPHEN A. BODZIN
MICHAEL J. GOLUB

A11613

SUITE 329
1156 15TH STREET, N.W.
WASHINGTON, D.C. 20005

Telephone: (202) 785-8887
Facsimile: (202) 785-8882

March 25, 2002

Secretary of State of Florida
Limited Partnership Division
P.O. Box 6327
Tallahassee, Florida 32314

500005180225--9
-04/01/02--01075--002
****105.00 ****105.00

Re: Danzansky Family Associates Ltd.

Dear Sir or Madam:

We are enclosing two original Certificates of Amendment for the above-referenced partnership which exists under Florida law. Please cause one copy of the Amendment to be filed and cause the second copy to be certified and returned to us.

Also enclosed is a check in the amount of \$105.00 to cover the filing fee (\$52.50) and the fee for a certified copy (\$52.50).

If you have any questions, please feel free to give me call.

Sincerely yours,

Patricia K. Porter

Patricia K. Porter
Secretary to Mr. Bodzin

/pp

Enclosures

cc: Ms. Ethel E. Danzansky
Mr. Richard F. Danzansky
Stephen I. Danzansky, Esq.
Leesa Owen, CPA

H:\CLIENT\DANZANSKY.FAM\DFA\Filing-2002.wpd

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JP 4-02

AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
PURSUANT TO FLORIDA STATUTES 620.109
OF
DANZANSKY FAMILY ASSOCIATES LTD.

A. Name : DANZANSKY FAMILY ASSOCIATES LTD.
B. Address : 21212 N.E. 38th Avenue
Aventura, Florida 33180
C. Registered Agent : Richard F. Danzansky
21213 N.E. 38th Avenue
Aventura, Florida 33180
D. General Partners : Richard F. Danzansky
21213 N.E. 38th Avenue
Aventura, Florida 33180
: Ethel E. Danzansky
5610 Wisconsin Avenue
Apartment 508
Chevy Chase, MD 20815
: Stephen I. Danzansky
3609 Edmunds Street, N.W.
Washington, D.C. 20007
E. Mailing Address : 21213 N.E. 38th Avenue
Aventura, Florida 33180
F. Latest Dissolution Date : December 31, 2029
G. Date of Filing of
Original Certificate : December 7, 1981
H. Date of Amended
Certificate : January 1, 2002

Additional terms of the Amendment to the Amended Certificate of Limited Partnership are set forth in the Amendment to the Limited Partnership Agreement and Certificate of Limited Partnership of Danzansky Family Associates Ltd., which is being filed

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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contemporaneously with this Amendment to Certificate of Limited Partnership. This document is duly executed and is being filed in accordance with Section 620.109, Florida Statutes.

General Partners:

Richard F. Danzansky
Richard F. Danzansky

Ethel E. Danzansky
Ethel E. Danzansky

Stephen I. Danzansky
Stephen I. Danzansky

STATE OF Distict of
COUNTY OF Columbia

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

I HEREBY CERTIFY that on this 29 day of Jan, 2002, before me personally appeared RICHARD F. DANZANSKY, as General Partner, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me the undersigned Notary Public by my hand and official seal, the day and year last aforesaid.

X To me personally known
Identified by Driver's License Number _____
Issued by the State of _____.

Patricia K. Porter
Notary Public
Typed Name Patricia K. Porter
My Commission Expires: 2-14-04
Commission No.: _____
State of _____

STATE OF District of
COUNTY OF Columbia

I HEREBY CERTIFY that on this 25 day of Jan, 2002, before me personally appeared ETHEL E. DANZANSKY, as General Partner, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is her free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me the undersigned Notary Public by my hand and official seal, the day and year last aforesaid.

X To me personally known
Identified by Driver's License Number _____
Issued by the State of _____

Patricia K Porter
Notary Public
Typed Name Patricia K. Porter
My Commission Expires: 2-14-04
Commission No.: _____
State of _____

COMMONWEALTH
STATE OF MASSACHUSETTS
COUNTY OF SUFFOLK

I HEREBY CERTIFY that on this 13th day of February, 2002, before me personally appeared STEPHEN I. DANZANSKY, as General Partner, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his free act and deed for the uses and purposes herein mentioned.


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AND
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NOTARY OF STATE
MASSACHUSETTS, FLORIDA

- 4 -

SWORN TO AND SUBSCRIBED before me the undersigned Notary Public by
my hand and official seal, the day and year last aforesaid.

X To me personally known
Identified by Driver's License Number _____
Issued by the State of _____.


Carol J. Douglas
Notary Public
Typed Name CAROL J. Douglas
My Commission Expires: 3-29-2007
Commission No.: _____
State of Massachusetts
Commonwealth

Carol J. Douglas
NOTARY PUBLIC
My commission expires Mar 29, 2007

H:\CLIENT\ DANZANSK, FAM\ DPA\ Short Cert-2002.wpd

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TALLAHASSEE, FLORIDA

AMENDMENT
TO
LIMITED PARTNERSHIP AGREEMENT
AND
CERTIFICATE OF LIMITED PARTNERSHIP
OF
DANZANSKY FAMILY ASSOCIATES LTD.

THIS AMENDMENT is made and entered into for all purposes and in all respects as of the 1st day of January, 2002, by and among the undersigned parties.

R E C I T A L S:

A. Danzansky Family Associates Ltd. (the "Partnership") is a State of Florida limited partnership formed and presently existing pursuant to an Amended and Restated Limited Partnership Agreement (the "Agreement") and an Amended Certificate of Limited Partnership (the "Certificate") dated effective June 19, 1989. Ethel E. Danzansky, Stephen I. Danzansky, and Richard F. Danzansky are the General Partners of the Partnership.

B. The parties hereto desire to amend the Agreement and Certificate to reflect the substitution of RFD Associates, LLC as a limited partner of the Partnership.

NOW, THEREFORE, in consideration of the foregoing, of the mutual promises herein contained, and of other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned parties agree, and do hereby amend the Limited Partnership Agreement and the Amended

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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Certificate of Limited Partnership of DANZANSKY FAMILY ASSOCIATES LTD. as follows:

1. Effective as of the date hereof, RFD Associates, LLC is hereby admitted as a substituted Limited Partner of the Partnership with 5,655.89 units of limited partnership interest in the Partnership. The execution of this Amendment by Richard F. Danzansky, the Managing Member of RFD Associates, LLC, shall constitute the agreement of RFD Associates, LLC to all of the terms and provisions of the Limited Partnership Agreement and Restated Certificate of Limited Partnership of the Partnership as amended.

2. The present Exhibit A of the Limited Partnership Agreement and the Amended Certificate of Limited Partnership of the Partnership is hereby deleted, and the Exhibit A attached hereto and incorporated herein by this reference shall be the Exhibit A of the Limited Partnership Agreement and the Amended Certificate of Limited Partnership of the Partnership, as amended.

3. The signing of this Amendment by the General Partners of the Partnership, for themselves and for each Limited Partner pursuant to the power of attorney set forth in the Partnership Agreement, does and shall constitute the consent of the Partners to said substitution of RFD Associates, LLC as a

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TALLAHASSEE, FLORIDA

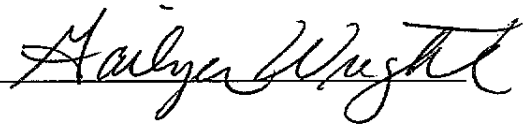
Limited Partner of the Partnership, and any present or future references to the terms "Partner(s)" or "Limited Partner" by the Limited Partnership Agreement or the Amended Certificate of Limited Partnership, or any amendment thereto, shall be deemed to include RFD Associates, LLC to the extent of the 5,655.89 units of limited partnership interest assigned to it by RFD Associates Ltd.


4. Except as hereby amended, the Limited Partnership Agreement and the Restated Certificate of Limited Partnership of the Partnership is hereby affirmed in all respects.

IN WITNESS WHEREOF, the parties hereto have each executed this Amendment under seal effective on the date hereinabove written.

WITNESS:

GENERAL PARTNERS, for themselves
and for each Limited Partner:



 [SEAL]
Ethel E. Danzansky

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TALLAHASSEE, FLORIDA

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[Signatures continued on Page 4]

[Signatures continued from Page 3]

Alaquah Harrison

Stephen I. Danzansky

[SEAL]

Stephen Bozgin

Richard F. Danzansky

[SEAL]

Stephen Bozgin

RFD ASSOCIATES, LLC

By:

Richard F. Danzansky, Member
Manager

[SEAL]

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TALLAHASSEE, FLORIDA

EXHIBIT A

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
DANZANSKY FAMILY ASSOCIATES LTD.

<u>Name and Address</u>	<u>Value of Initial Capital Contribution</u>	<u>Units of Partnership Interest</u>
<u>General Partners</u>		
Ethel E. Danzansky 5610 Wisconsin Avenue Apartment 508 Chevy Chase, Maryland 20815	\$ 1,000	57.13
Richard F. Danzansky 21213 N.E. 38th Street Aventura, Florida 33180	\$ 1,000	57.13
Stephen I. Danzansky 3609 Edmunds Street, N.W. Washington, D.C. 20007	\$ 1,000	57.13
<u>Limited Partners</u>		
<u>Preference Partner</u>		
Ethel E. Danzansky 5610 Wisconsin Avenue Apartment 508 Chevy Chase, Maryland 20815	\$1,149,390	65,664.91

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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<u>Name and Address</u>	<u>Value of Initial Capital Contribution</u>	<u>Units of Partnership Interest</u>
<u>Class B Partners</u>		
Stephen I. Danzansky 3609 Edmunds Street, N.W. Washington, D.C. 20007	\$ 99,000	5,655.89
RFD Associates, LLC Richard F. Danzansky, Managing Member 21213 N.E. 38 th Street Aventura, Florida 33180	\$ 99,000	5,655.89
Joseph B. Danzansky 1979 Family Trust c/o Stephen A. Bodzin 1156 15th Street, N.W. Suite 329 Washington, D.C. 20005	\$ 399,997	22,851.92

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TALLAHASSEE, FLORIDA

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AND
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STATE OF District of
COUNTY OF Columbia

I HEREBY CERTIFY that on this 25 day of Jan., 2002,
before me personally appeared ETHEL E. DANZANSKY, who is personally
known to me or who has produced the identification identified below,
who is the person described in and who executed the foregoing
instrument, and who after being duly sworn says that the execution
hereof is her free act and deed for the uses and purposes herein
mentioned.

WITNESS my hand and official seal in the County and State last
aforesaid this 25 day of Jan, 2002.

I FURTHER CERTIFY that ETHEL E. DANZANSKY is:

X To me personally known; or
Identified by Driver's License Number _____
Issued by the State of _____.

Patricia K Porter
Notary Public
Typed Name Patricia Porter
My Commission Expires: 2-14-04
Commission No.: _____
State of _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF District of
COUNTY OF Columbia

I HEREBY CERTIFY that on this 29 day of Jan, 2002,
before me personally appeared RICHARD F. DANZANSKY, who is
personally known to me or who has produced the identification
identified below, who is the person described in and who executed
the foregoing instrument, and who after being duly sworn says that
the execution hereof is his free act and deed for the uses and
purposes herein mentioned.

WITNESS my hand and official seal in the County and State last
aforesaid this 29 day of Jan, 2002.

I FURTHER CERTIFY that RICHARD F. DANZANSKY is:

X To me personally known; or
Identified by Driver's License Number _____
Issued by the State of _____.

Patricia K. Porter
Notary Public
Typed Name Patricia K. Porter
My Commission Expires: 2-4-04
Commission No.: _____
State of _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
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Commonwealth
STATE OF MASSACHUSETTS
COUNTY OF SUFFOLK

I HEREBY CERTIFY that on this 13th day of February, 2002,
before me personally appeared STEPHEN I. DANZANSKY, who is
personally known to me or who has produced the identification
identified below, who is the person described in and who executed
the foregoing instrument, and who after being duly sworn says that
the execution hereof is his free act and deed for the uses and
purposes herein mentioned.

WITNESS my hand and official seal in the County and State last
aforesaid this 13th day of February, 2002.

I FURTHER CERTIFY that STEPHEN I. DANZANSKY is:

☒ To me personally known; or
☐ Identified by Driver's License Number _____
Issued by the State of _____.

Carol J. Douglas
Notary Public
Typed Name CAROL J. Douglas
My Commission Expires: 3-29-2007
Commission No.:
State of MASSACHUSETTS

Carol J. Douglas
NOTARY PUBLIC
My commission expires Mar. 29, 2007

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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