



THE UNITED STATES
CORPORATION
COMPANY

A12380

ACCOUNT NO. : 072100000032

REFERENCE : 285921 4324186

AUTHORIZATION :

Patricia Piquito

COST LIMIT : \$105.00

ORDER DATE : June 24, 1999

ORDER TIME : 10:11 AM

ORDER NO. : 285921-005

800002914598--6

CUSTOMER NO: 4324186

CUSTOMER: Ms. Barbara M. Marcello
Milestone Properties, Inc.
4th Floor
150 East Palmetto Park Road
Boca Raton, FL 33432

DOMESTIC AMENDMENT FILING

NAME: DELAND PLAZA ASSOCIATES LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CARINA DUNLAP

EXAMINER'S INITIALS:

[Signature]

RECEIVED
99 JUN 24 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
99 JUL -7 PM 2:45

A12380



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 24, 1999

CARINA DUNLAP
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: DELAND PLAZA ASSOCIATES, LTD.
Ref. Number: A12380

We have received your document for DELAND PLAZA ASSOCIATES, LTD. and the authorization to debit your account in the amount of \$105.00. However, the document has not been filed and is being returned for the following:

This partnership was revoked on April 16, 1999, because of its failure to file the 1999 Annual Report.

Assuming that the contribution amount listed in 8-B on the Reinstatement -- the actual limited partner contribution amount to date -- is \$2,063,999.99, the TOTAL AMOUNT REQUIRED to reinstate the partnership would be \$1,026.25.

Once the partnership is reinstated, you could file this AMENDMENT DOCUMENT.

Please retitle your document "SECOND AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP."

And please add language listing the PRINCIPAL OFFICE ADDRESS of the partnership, and a MAILING ADDRESS for the partnership.

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: 499A00033690

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JUL -7 PM 2:45



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 6, 1999

CARINA DUNLAP
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: DELAND PLAZA ASSOCIATES, LTD.
Ref. Number: A12380

We have received your document for DELAND PLAZA ASSOCIATES, LTD. and the authorization to debit your account in the amount of \$105.00. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Pleaseretitleyourdocument"SECON DAMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP."

And please add language listing the PRINCIPAL OFFICE ADDRESS of the partnership, and a MAILING ADDRESS for the partnership.

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) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 499A00033690

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -7 PM 2:46

RECEIVED
99 JUL -7 AM 10:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

SECOND AGREEMENT OF
AMENDMENT AND RESTATEMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
DELAND PLAZA ASSOCIATES LTD.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JUL -7 PM 2:46

We, the undersigned, being all of the general partners of DELAND PLAZA ASSOCIATES LTD., desiring to amend and restate the Certificate of Limited Partnership previously filed with the Department of State of the State of Florida on April 14, 1982, do severally certify and swear as follows:

1. The name of the limited partnership is: DELAND PLAZA ASSOCIATES LTD.

II. The date of original filing of the limited partnership's Certificate of Limited Partnership is April 14, 1982.

III. Pursuant to Amendment No. 1 to Agreement of Amendment and Restatement of the Partnership, Leonard Mandor has withdrawn as the General Partner of the Partnership, and was replaced by L. M. Equities Corp.

IV. The Certificate of Limited Partnership is hereby amended by this Second Agreement of Amendment and Restated to read in its entirety as follows:

I. The name of the limited partnership is DELAND PLAZA ASSOCIATES LTD.

II. The address of Deland Plaza Associates Ltd.'s (the "Partnership") registered office in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301. The name and address of the Partnership's registered agent is The Prentice Hall Corporation System, Inc., 1201 Hays Street, Tallahassee 32301.

III. The provision of the Certificate of Limited Partnership relating to the name and mailing address of the general partners is amended to reflect the deletion of all references to "General Partner" and its substitution with the phrase "Corporate General Partners" in lieu thereof.

IV. The provision of the Certificate of Limited Partnership, as amended relating to L. M. Equities

Corp. is amended to reflect the withdrawal of L. M. Equities Corp. as General Partner, and its replacement and substitution by Washington General Corporation, as Corporate General Partner of the Partnership, effective as of April 1, 1999, such amendment being effective by revising said provision to read as follows.

Corporate General Partner:

Washington General Corporation
% Milestone Properties, Inc.
150 E. Palmetto Park Road, 4th Floor
Boca Raton, Florida 33432

- V. The principal and mailing addresses of the partnership are % Milestone Properties, Inc., 150 East Palmetto Park Road, 4th Floor, Boca Raton, Florida 33432.
- VI. The latest date upon which the Partnership is to dissolve is December 31, 2050.

IN WITNESS WHEREOF, each of the parties hereto have set their hand as of the 28 day of April, 1999.

Consent , acknowledged and agreed:

CORPORATE GENERAL PARTNER

Washington General Corporation

BY: 

Robert Mandor

Its: President

WITHDRAWING GENERAL PARTNER:

L. M. EQUITIES CORP.

BY: 

Leonard Mandor

Its: President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -7 PM 2:46