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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002461339--1  
-03/18/98--01081--018  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Boynston Partnership Ltd.

- ☐ Profit  
☐ NonProfit  
☒ Limited Liability Company  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☒ Limited Liability Partnership  
☐ Certified Copy  
☐ Call When Ready  
☒ Walk In  
☐ Mail Out
- ☒ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
☐ Fict. Filing  
☐ Photo Copies  
☐ Call if Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of R.A.  
☐ UCC-1 UCC-3  
☐ CUS  
☐ After 4:30  
☒ Pick Up

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CR2E031 (1-89)

**FIRST AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
BOYNTON PARTNERSHIP LTD.**

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Pursuant to Florida Statute ~~620.109~~<sup>FS.</sup> the undersigned desiring to amend and restate the Certificate of Limited Partnership of Boynton Partnership Ltd. filed with the Florida Department of State on June 1, 1983, do hereby sign and swear to this First Amended and Restated Certificate of Limited Partnership. This First Amended and Restated Certificate of Limited Partnership shall be effective upon filing with the Florida Department of State.

**I. NAME OF THE PARTNERSHIP**

The name of the partnership shall be Boynton Partnership Ltd.

**II. LOCATION OF THE PRINCIPAL  
PLACE OF BUSINESS**

The principal place of business of the partnership shall be 9851 South Military Trail, Boynton Beach, Florida, and in such other place or places as may be agreed on by the partners. This is also the partnership's mailing address.

**III. AGENT FOR SERVICE OF PROCESS**

The name and address of the registered agent for service of process of the partnership required to be maintained pursuant to Florida Statute 620.108 is:

Timothy Hunt  
101 East Kennedy Blvd., Suite 3700, Barnett Pl.  
Tampa, Florida 33062

**IV. NAME AND PLACE OF BUSINESS  
OF EACH PARTNER**

**General Partner**

DIANAR U.S.A., INC.  
c/o Rolaco Services, Inc.  
767 Fifth Avenue, 50th Floor  
New York, New York 10153

**Limited Partner**

HFI U.S.A., INC.  
c/o Rolaco Services, Inc.  
767 Fifth Avenue, 50th Floor  
New York, New York 10153

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## V. TERM OF PARTNERSHIP

The partnership shall commence on the issuance by the Florida Department of State of the Certificate of Authority for the partnership to transact business, and continue thereafter for an unstipulated time ending:

- (1) On the dissolution of the partnership by law;
- (2) On dissolution at any time agreed on by all the partners; or
- (3) On dissolution following sixty (60) days' written notice by the general partner to the limited partners.

The death or legal incapacity of any limited partner shall not cause a dissolution of the partnership, but the rights of such limited partner to receive a share of the profits and losses, as well as all of his other rights hereunder, shall devolve on his personal representatives and heirs and the partnership shall continue as a limited partnership. A limited partner shall have the right to assign or sell his interest to anyone but only with the written consent of the general partner. Such successor limited partners shall have all the rights and obligations of a limited partner, upon compliance with all requirements with respect thereto and execution of all documents necessary to continue the partnership in existence. The personal representatives, heirs, and assigns of the limited partners shall be liable for all their obligations as limited partners and shall be bound by the terms of this agreement.

Executed on December 17, 1997.

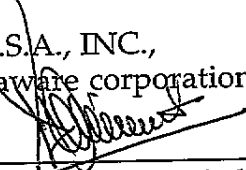
DIANAR U.S.A., INC.,  
a Delaware corporation

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

  
Kim A. Hindieh  
President

HFI U.S.A., INC.,  
a Delaware corporation

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

  
Kim A. Hindieh  
President

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