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DIVISION OF CORPORATIONS
98 FEB 24 PM 12:34

ACCOUNT NO. : 072100000032

REFERENCE : 717148 4311639

AUTHORIZATION : *Patricia P...*

COST LIMIT : \$ 105.00

ORDER DATE : February 24, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 717148-005

CUSTOMER NO: 4311639

800002439238--5

CUSTOMER: Bill C. Arnholds, Esq
Akerman Senterfitt & Eidson
One Southeast Third Avenue
28th Floor
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: BOCA RATON HOTEL AND CLUB
LIMITED PARTNERSHIP

EFFECTIVE DATE: *27*

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:

2/24/98
OK
DIVISION OF CORPORATIONS
FEB 24 11:33 AM '98

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**TWENTY-NINTH AMENDMENT TO THE CERTIFICATE
OF LIMITED PARTNERSHIP OF
BOCA RATON HOTEL AND CLUB LIMITED PARTNERSHIP**

This is the Twenty-Ninth Amendment to the Certificate of Limited Partnership of the Boca Raton Hotel and Club Limited Partnership, a Florida Limited partnership (the "Partnership"), entered into by and between BRMC, L.P., a Delaware limited partnership (the "Managing General Partner"), and each of the limited partners whose names are set forth on Exhibit B attached hereto (the "Limited Partners"), dated as of February 19, 1998.

WITNESSETH:

WHEREAS, the Partnership was formed as Boca Raton Hotel Associates, Ltd., a Florida limited partnership by Certificate of Limited Partnership of the Partnership filed by VMS Realty Partners and VMS Realty, Inc. with the Secretary of State of Florida on June 14, 1983, and was assigned Limited Partnership No. 14709, as such Certificate was subsequently, from time to time, amended, to, among other things, change the name of the Partnership to the Boca Raton Hotel and Club Limited Partnership (the Certificate as so amended is referred to herein as the "Certificate"); and

WHEREAS, the Partnership since its formation and the recording of its Certificate, has experienced certain changes in the names and addresses of its Limited Partners due to a variety of circumstances including, but not limited to, transfers of partnership interests resulting in the admission of substituted limited partners; and

WHEREAS, the Partnership has been unable to confirm in all instances that all such changes have been appropriately set forth in the Certificate; and

WHEREAS, the Partnership desires to conform the names and addresses of its Limited Partners as set forth on its internal records to the public records by amending the Certificate to restate the names, addresses and certain other information concerning its Limited Partners.

NOW, THEREFORE, in consideration of the mutual covenants herein contained, the parties hereto agree that the Certificate shall be amended as follows:

- (1) Exhibit A to the Certificate is hereby restated as attached hereto and incorporated herein by reference.
- (1) Exhibit B to the Certificate is hereby restated as attached hereto and incorporated herein by reference.
- (2) Except as amended hereby, the Certificate continues in full force and effect.

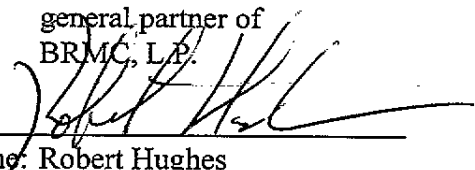
IN WITNESS WHEREOF, the Partners have caused this Twenty-Ninth Amendment to the Certificate of Limited Partnership of the Boca Raton Hotel and Club Limited Partnership to be duly and validly executed and delivered as of the first date written above.

GENERAL PARTNER:

BRMC, L.P.

General Partner of
Boca Raton Hotel and
Club Limited Partnership

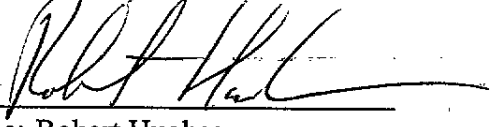
By: BRMC, Inc.
general partner of
BRMC, L.P.

By: 
Name: Robert Hughes
Title: Vice President

THE LIMITED PARTNERS:

By BRMC, L.P., Pursuant
to Power of Attorney

By: BRMC, Inc.
general partner of
BRMC, L.P.

By: 
Name: Robert Hughes
Title: Vice President

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EXHIBIT A

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CORP	-	CORPORATION
ESTE	-	ESTATE
INDV	-	INDIVIDUAL
JT TEN	-	JOINT TENANTS
COM PROP	-	JOINT TENANTS COMMUNITY PROPERTY
TIC	-	JOINT TENANTS IN COMMON
PART	-	PARTNERSHIP
TRST	-	TRUST

EXHIBIT B

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
A.J.I. Investment Company A. Hadamard, Partner 300 Tollgate Road Warwick, RI 02886	PART	0.500	\$100,000.00
Abramowitz Investment Company Richard Abramowitz, General Partner Abramowitz & Pomerantz 7800 W. Oakland Park Blvd., Suite 101 Sunrise, FL 33351	PART	0.500	\$100,000.00
Ace Investments L.P. Robert S. Waldman and Naomi L. Waldman 6536 N. Second St. Phoenix, AZ 85012	PART	0.500	\$100,000.00
Albany Management, Inc. Ms. Christine A. Laberge 4 Computer Drive, West Albany, NY 12205	INDV	1.000	\$200,000.00
Richard Alterman 111 Wickford Way San Antonio, TX 78213-2642	INDV	1.000	\$200,000.00
Isadore Ances, M.D. & Marlene Ances One Lane of Acres Haddonfield, NJ 08033	JT TEN	0.500	\$100,000.00
Auto-Vehicle Parts Co. c/o Mr. Ron Lusby, Controller 7 Sperti Drive, Fort Mitchell Covington, KY 41017	CORP	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Beverly Barnes c/o Island Interiors 2855 Ocean Drive, Suite 301 Vero Beach, FL 32963	INDV	1.000	\$200,000.00
Tom H. Barrett 2135 Stockbridge Rd. Akron, OH 44313	INDV	0.500	\$100,000.00
William W. Baxter 4790 Bamboo Way Fair Oaks, CA 95628	INDV	0.500	\$100,000.00
William A. Belden 575 Hulls Farm Road Southport, CT 06490	INDV	0.500	\$100,000.00
Maurice Berk Family Trust Maurice H. Berk, Trustee 6500 Bradley Blvd. Bethesda, MD 20817	TRST	2.000	\$400,000.00
Barry P. Berlin, M.D. & Francine S. Berlin 4733 S. Elizabeth Court Englewood, CO 80110	JT TEN	0.500	\$100,000.00
Harvey & Sandra Black 1981 Trust UA 2/9/81, Sandra Black, Trustee 9924 Anthony Place Beverly Hills, CA 90210	TRST	0.500	\$100,000.00
Gerald H. Blum 2020 West Alluvial Fresno, CA 93711	INDV	0.500	\$100,000.00
Jack C. Bokros & Roberta Bokros 2204 Manana Street Austin, TX 78730	JT TEN	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
George M. Boman & Jeane B. Boman 3109 Plaza de Rosa Las Vegas, NV 89102-4025	JT TEN	0.500	\$100,000.00
Robert A. Bonwell 125 Whispering Woods Road Charleston, WV 25304-2740	INDV	0.375	\$75,000.00
Paul Bormel, M.D. 300 Slitting Mills Place Baltimore, MD 21228	INDV	0.500	\$100,000.00
Michael J. Boucher 5 Orchard Drive Queensbury, NY 12804	INDV	0.500	\$100,000.00
George H. Box Trust U/A dated 4/27/92 c/o W. Bates Chappell 1301 North Hamilton St., Suite 105 Richmond, VA 23230	TRST	0.500	\$100,000.00
Spotswood Walker Box c/o W. Bates Chappell 1301 N. Hamilton St., Suite 105 Richmond, VA 23230	INDV	0.500	\$100,000.00
Walter G. Briney, M.D. 7570 East Gunnison Place Denver, CO 80231	INDV	0.500	\$100,000.00
Dennis Brinkworth c/o Ms. Jenna Brinkworth 199 Depeu Avenue Buffalo, NY 14214	INDV	0.500	\$100,000.00
Larkin Brinkworth c/o Ms. Jenna Brinkworth 199 Depeu Avenue Buffalo, NY 14214	INDV	0.500	\$100,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
William G. Brown, M.D. 1591 Marco Drive Pasadena, MD 21122	INDV	0.500	\$100,000.00
James Bruder c/o MAB Paints 600 Reed Road Broomall, PA 19008	INDV	0.500	\$100,000.00
Richard A. Bruder & Patricia Bruder 566 Woodland Avenue Hinsdale, IL 60521	JT TEN	0.500	\$100,000.00
James A. Bryan, Jr. c/o Pinnacle Aircraft Leasing 1023 15th Street, N.W., Suite 1100 Washington, DC 20005	INDV	1.000	\$200,000.00
Michael J. Bryan 12240 Orange Grove Boulevard West Palm Beach, FL 33411	INDV	1.000	\$200,000.00
Fram Buhari, M.D. & Behrose Buhari 3826 Fourteen Mile Drive Stockton, CA 95209	COM PROP	1.000	\$200,000.00
Stephen L. Burkett 102 Shore Cliff Portland, TX 78374	INDV	0.500	\$100,000.00
Stephen L. Burkett and David T. Burkett 538 S. Tancagua Corpus Christi, TX 78401	PART	0.500	\$100,000.00
Robert P. Cadwell 4 Spa View Circle Annapolis, MD 21401	INDV	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Alvin Cassel 56 Samana Drive Miami, FL 33133	INDV	0.500	\$100,000.00
Chamoun D. Chamoun, M.D. 6550 E. Mansfield Avenue Denver, CO 80237	INDV	0.500	\$100,000.00
David C. Conrad & Judith Y. Conrad 25360 Becky Lane Los Altos Hills, CA 94022	JT TEN	0.500	\$100,000.00
Richard S. Coons 4116 McBride Court Martinez, GA 30907	INDV	0.500	\$100,000.00
Daniel B. Crane, M.D. & Harriet F. Crane 3101 Kayjay Drive Northbrook, IL 60062	JT TEN	0.500	\$100,000.00
John F. Csicsko & Barbara A. Csicsko 14436 U.S. 24 West Roanoke, IN 46783	JT TEN	0.500	\$100,000.00
Damik, a North Carolina general partnership David, John & Nancy Ferretti, Partners 1369 Bellemeade Lane Charlotte, NC 28270	PART	0.500	\$100,000.00
Robert D. Deitz, MD 9700 Beman Woods Way Potomac, MD 20854-5400	INDV	0.500	\$100,000.00
Madelle E. & Theodore A. Deppe Revocable Trust dated 3/26/93 8700 N. La Challa Blvd. Country Club of La Challa, 3101 Tucson, AZ 85742	TRST	1.000	\$200,000.00

<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Arthur Devine & Inez Devine 9 Faith Drive Ocean, NJ 07712-3441	JT TEN	1.000	\$200,000.00
Louis V. DiFrancesco, M.D. 2820 W. Charleston Building A, Suite 6 Las Vegas, NV 89106	INDV	0.500	\$100,000.00
Edward S. Diggès 2820 W. Charleston Building A, Suite 6 Las Vegas, NV 89106	INDV	1.000	\$200,000.00
William L. Dippel 23 West Street Morgantown, WV 26505	INDV	1.000	\$200,000.00
Discount Properties II Attn: Mr. Peter Hill 8130 Boone Blvd., #210 Vienna, VA 22182	PART	0.750	\$150,000.00
Michael Dogali, M.D. & Jeanne Angus-Dogali 350 Central Park West, #15D New York, NY 10025	JT TEN	1.000	\$200,000.00
Michael J. Dubelko 1125 Tower Road Beverly Hills, CA 90210	INDV	1.500	\$300,000.00
Ronald F. Dugger & Janet Dugger 545 East Cleveland, Suite B Stockton, CA 95204-5535	JT TEN	1.000	\$200,000.00
Benjamin Ehrlich Revocable Trust dated 10/3/96 Benjamin Ehrlich, Pauline Ehrlich and Stanley Ehrlich as Co-Trustees 705 Deerfield Lane Asbury, NJ 08802	TRST	0.500	\$100,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Pauline Ehrlich Revocable Trust dated 10/3/96 Pauline Ehrlich, Benjamin Ehrlich and Stanley Ehrlich as Co-Trustees 705 Deerfield Lane Asbury, NJ 08802	TRST	0.500	\$100,000.00
Richard V. Erkenbeck, M.D. 6430 Goldleaf Drive Bethesda, MD 20817-5832	INDV	0.500	\$100,000.00
FDM Company Lawrence Frazin, Gary Mackman, Partners 777 East Brill Phoenix, AZ 85006	PART	0.333	\$66,600.00
Estate of Ruth Lewis Farkas Herbert Paul, P.C. 370 Lexington Ave., Suite 1001 New York, NY 10017	INDV	1.000	\$200,000.00
Kathleen G. Farley 350 South Brown Road Long Lake, MN 55356	INDV	0.500	\$100,000.00
Farrell Investments Limited John Farrell, General Partner 2812 S. Hughes Street Amarillo, TX 79109	PART	0.500	\$100,000.00
Judith Farrell 2768 Summertree Drive Carrollton, TX 75006	INDV	0.500	\$100,000.00
The Estate of Lora S. Flanagan c/o Ms. Wendy R. Flanagan 1 Needle Lane North Syracuse, NY 13212-4099	ESTE	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Paul Flowers, M.D. 1735 West Main Street Dothan, AL 36301	INDV	1.000	\$200,000.00
Jack D. Fontaine & Karen H. Fontaine 10020 East Ranch Gate Road Scottsdale, AZ 85255-2305	JT TEN	0.500	\$100,000.00
Fort Sutter Company c/o Mr. James W. Fletter 2080 Enterprise Boulevard W. Sacramento, CA 95691	CORP	1.000	\$200,000.00
Donald R. Foster 600 Union Street Ashland, OH 44508	INDV	1.000	\$200,000.00
Ronald R. Galione 8 Glen Cairn Road Palm Beach Gardens, FL 33418	INDV	0.500	\$100,000.00
A. Hamilton Gardner 305 Lookout Point Drive Osprey, FL 34229	INDV	0.500	\$100,000.00
Ben Gary Garmon & Lisa Zappia Garmon 716 Lowell Road Groton, MA 01450	JT TEN	0.500	\$100,000.00
Bert R. Gartenhaus 2346 N.E. 27th Street Lighthouse Point, FL 33064	INDV	0.250	\$50,000.00
Mr. Arthur Fulmer, Owner Gayoso Holdings, Inc. 122 Gayoso Avenue Memphis, TN 38103	CORP	1.000	\$200,000.00

<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Basil C. Genetos, M.D. 2812 Mallard Cove Lane Fort Wayne, IN 46804	INDV	0.500	\$100,000.00
Thomas B. Gerlach Justin Morrill Highway Strafford, VT 05072-0044	INDV	0.500	\$100,000.00
Thomas B. Gerlach Justin Morrill Highway Strafford, VT 05072-0044	INDV	0.500	\$100,000.00
Michael F. Glennie & Dianne F. Glennie 1298 Cocoanut Road Boca Raton, FL 33432	JT TEN	0.500	\$100,000.00
Robert S. Goldberg 7820 Travelers Tree Drive Boca Raton, FL 33433	INDV	0.500	\$100,000.00
Walter Goldberg P.O. Box 31170 50 South Havana Aurora, CO 80041	INDV	0.375	\$75,000.00
David M. Goldman, MD 11800 Beekman Place Potomac, MD 20854	INDV	1.000	\$200,000.00
Goldworn Family Trust UA 5/31/89 Jeffrey S. Goldworn, Trustee 9748 Malvern Drive Tamarac, FL 33321	TRST	0.500	\$100,000.00
Goldzim Equities L. Goldberg, M. Zimet, Partners 8129 Desmond Drive Boynton Beach, FL 33437-5013	PART	0.250	\$50,000.00

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Andrew W. Goodwin II, M.D. 982 Young Hollow Road Kenna, WV 25248	INDV	0.500	\$100,000.00
John H. Grady Trust UA VII-A Alexandra D. Grady, Trustee 63 Roton Avenue Rowayton, CT 06853	TRST	0.500	\$100,000.00
Richard L. Green 1991 Living Trust UA 7/13/91 Richard Green, Trustee 1080 Deer Cliff Drive Zephyr Cove, NV 89448	TRST	0.250	\$50,000.00
Joseph C. Greene 5195 Old Harding Road Franklin, TN 37064	INDV	0.500	\$100,000.00
B. David Halpern 1057 Kingsley Road Jenkintown, PA 19046	INDV	1.000	\$200,000.00
William Hambley, M.D. & Marilyn Hambley 20044 Greenvview Drive Woodbridge, CA 95258	COM PROP	0.500	\$100,000.00
Ganesh Harpavat & Kiran Harpavat 921 Angela Drive Lewisville, TX 75067	JT TEN	0.250	\$50,000.00
Willis V. Hauser Trust Willis V. Hauser, Trustee 5457 Escondido Street Las Vegas, NV 89119	TRST	0.500	\$100,000.00
Donald Hersh Declaration of Trust dtd9/27/95 Donald Hersh, Trustee c/o Herco Holding Corp. 2900 N.E. 12th Terrace Fort Lauderdale, FL 33334	TRST	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Eric Hersh & Laurie Hersh 405 Sabal Way Fort Lauderdale, FL 33326	JT TEN	1.000	\$200,000.00
Steven Hersh c/o Gibby's Steak & Seafood 2900 N.E. 12th Terrace Oakland Park, FL 33334	INDV	1.000	\$200,000.00
David M. Hicks 4705 Ortegga Boulevard Jacksonville, FL 32210	INDV	0.500	\$100,000.00
George L. Hicks, Jr., M.D. 12 Elmwoodhill Lane Rochester, NY 14610	INDV	1.000	\$200,000.00
Barbara R. Hill & Robert D. Hill 8088 Nashua Drive Lake Park, FL 33418	JT TEN	0.500	\$100,000.00
Christina M. Hixson Trust dtd 12/12/84 Christina M. Hixson, Trustee 3965 West Charleston Las Vegas, NV 89102	TRST	1.000	\$200,000.00
John E. Hoff, Jr., M.D. 165 Selby Lane Atherton, CA 94025	INDV	1.000	\$200,000.00
John V. Hogan & Susan S. Hogan 1804 N.W. 18th Street Oklahoma City, OK 73106-1817	JT TEN	0.500	\$100,000.00
J. P. Huberman, M.D. & Judith C. Huberman, M.D. 18 Linda Lane Setauket, NY 11733	JT TEN	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
John M. Hunter & Patricia L. Hunter 2760 Fountain Oaks Morgan Hill, CA 95037	COM PROP	0.500	\$100,000.00
Michael E. Hurst and Ann L. Hurst 890 Renmar Drive Fort Lauderdale, FL 33317	JT TEN	1.000	\$200,000.00
Arthur Hurvitz 15 Abbottsford Court Providence, RI 02906	INDV	2.000	\$400,000.00
Ellen Hurvitz 66 Colgate Road Needham, MA 02192	INDV	1.000	\$200,000.00
Karen Hurvitz 331A Perkins Street Jamaica Plain, MA 02130	INDV	1.000	\$200,000.00
Robert H. Hutcheson & Cordella R. Hutcheson 7250 Carmen Drive N. Canton, OH 44720	JT TEN	1.000	\$200,000.00
Investment Associates c/o Mr. Charles H. Wharton 44 Pratt Street Providence, RI 02906-1427	PART	0.500	\$100,000.00
Jerry W. Isbell c/o Mr. Charles H. Wharton 44 Pratt Street Providence, RI 02906-1427	INDV	0.500	\$100,000.00
Gabriel Jaffe, M.D. 8221 Gainsborough Court West Potomac, MD 20854	INDV	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Javad Jamshidi, M.D. & Mitra Jamshidi 5853 Acorn Court Stockton, CA 95212	COM PROP	0.500	\$100,000.00
Larry B. Kabriel & Jane F. Kabriel 6201 N.W. 83rd Street Oklahoma City, OK 73132	JT TEN	0.500	\$100,000.00
Thomas S. Kenan, III 100 Europa Drive, Suite 525 Chapel Hill, NC 27514	INDV	1.000	\$200,000.00
Robert H. Kessler 40 Warren Street Paterson, NJ 07524	INDV	1.000	\$200,000.00
Tamara R. Kirson Montmorenci 3924 Worthington Avenue Glyndon, MD 21071-5412	INDV	0.500	\$100,000.00
James Klouda 6911 Webster Street Downers Grove, IL 60516	INDV	1.000	\$200,000.00
Alfred S. Kopple & Marjorie Kopple 30 Greenridge Ave., Apt. 4A White Plains, NY 10605	JT TEN	0.500	\$100,000.00
Paul Krijger, M.D. 4414 Underwood Road Baltimore, MD 21218	INDV	1.000	\$200,000.00
John L. Krumpotich, D.D.S. 6807 Cherry Tree Court New Market, MD 21774	INDV	0.125	\$25,000.00
Philip Edward Lane, M.D. 33 North Dearborn, Suite 1700 Chicago, IL 60602	INDV	0.500	\$100,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
J. Hicks Lanier c/o Hilfman & Fogel 3455 Woodhaven Road, N.W. Atlanta, GA 30305	INDV	1.000	\$200,000.00
Estate of Sartain Lanier c/o SunTrust Bank, Atlanta Attn: Karen J. Vis, Vice President 25 Park Place, Second Floor, Mail Code 213 Atlanta, GA 30302	ESTE	1.000	\$200,000.00
Ted Larson c/o Prudential Securities 1 Mack Center Dr., Mack Center 11, Box 687 Paramus, NJ 07652	INDV	0.500	\$100,000.00
Samuel W. Lee, Jr. 13715 Hickory Nut Point Midlothian, VA 23112	INDV	0.125	\$25,000.00
Kenneth W. Lemons Management Office 1919 Burton Drive Austin, TX 78741	INDV	2.500	\$500,000.00
Leonard J. Levine, M.D. 80 W. Gore Street Orlando, FL 32806	INDV	1.000	\$200,000.00
Mark S. Levitan 529 North Spring Mill Road Villanova, PA 19085	INDV	1.000	\$200,000.00
Ernest P. Lewis & Karla M. Lewis 1040B N.W. 12th Street Pendleton, OR 97801	JT TEN	1.000	\$200,000.00
Larry Lipscomb, M.D. 1044 North Flowood Drive Jackson, MS 39208-9789	INDV	0.750	\$150,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Roger J. Lunke, M.D. 1044 North Flowood Drive Jackson, MS 39208-9789	INDV	1.000	\$200,000.00
M & H Associates Ralph Migliaccio & Herbert H. Hudson, Partners 55 Sandra Road (Off Old York Road), Box 298 Ringoos, NJ 08551	PART	0.500	\$100,000.00
Marc I. Malberg, M.D. & Alta Malberg 182 Autumn Hill Road Princeton, NJ 08540	JT TEN	0.500	\$100,000.00
Christopher Maloney, M.D. & Wesley M. Maloney 39 Meadow Road Bedford, NH 03110	COM PROP	1.000	\$200,000.00
James D. Margolis 1715 Riggs Place, N.W., Apt. 1 Washington, DC 20009	INDV	0.125	\$25,000.00
Agathe Marinos Trust Eric Messer, Co-Trustee 2901 Seargent Seabrook, TX 77586	TRST	0.500	\$100,000.00
Martinez, Green and Drummond, et al. 311 Camden, Suite 608 San Antonio, TX 78215	PART	0.500	\$100,000.00
John Mathai, M.D. 410 Shady Dell Road York, PA 17403	INDV	0.500	\$100,000.00
Charles E. McElderry c/o Mack Manufacturing, Inc. 7205 Bellingrath Road Theodore, AL 36582-2215	INDV	0.500	\$100,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Alan B. Miller 57 Crosby Brown Road Gladwyne, PA 19035-1512	INDV	0.500	\$100,000.00
David E. Mitchell & Rebecca F. Mitchell 9329 Sprinklewood Lane Potomac, MD 20854	JT TEN	0.125	\$25,000.00
Akram Najib, M.D. & Hana H. Najib 1121 Swinks Mill Drive McLean, VA 22102	JT TEN	1.000	\$200,000.00
Estate of Ralph Nash c/o Mr. Thomas N. Silverman 4400 PGA Boulevard, Suite 102 Palm Beach Gardens, FL 33410	ESTE	1.000	\$200,000.00
William H. Nelson III Tansey Hill Road Stowe, VT 05672	INDV	1.000	\$100,000.00
Samuel Oberstein, M.D. & Alicia Oberstein 230 Shore Drive East Miami, FL 33133	JT TEN	0.500	\$100,000.00
Michael Pace 775 Bryant Avenue Roslyn Harbor, NY 11576	INDV	1.000	\$200,000.00
Panthers Boca Limited Partner, Inc. c/o Florida Panthers Holdings, Inc. Attention: William M. Pierce CFO 450 East Las Olas Blvd. Ft. Lauderdale, FL 33301	CORP	106.042	-----
Michael A. Passidomo, M.D. 2255 Marina Drive Naples, FL 34102	INDV	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Shyam M. Pathak & Kalindi S. Pathak 4083 Faroway Lane Richfield, OH 44286	JT TEN	1.500	\$300,000.00
Nicholas B. Pavlatos, M.D. & Thalia C. Pavlatos 440 South Broadmoor Blvd. Springfield, OH 45504	JT TEN	1.000	\$200,000.00
Michael M. Peikoff, M.D. & Rosemary Peikoff 4230 South Burnham Avenue, Suite 102 Las Vegas, NV 89119	JT TEN	0.500	\$100,000.00
Alfred B. Pentony Harry F. Ortlip Company 780 Lancaster Avenue Bryn Mawr, PA 19010	INDV	0.500	\$100,000.00
Anne H. Pietrafesa 400 Ocean Road, Unit 179 Vero Beach, FL 32963	INDV	1.000	\$200,000.00
Richard C. Pietrafesa Regency Towers, Apartment 1206-07 770 James Syracuse, NY 13203	INDV	1.000	\$200,000.00
John R. Ragsdale, III, M.D. 16705 Lanier Road Petersburg, VA 23805	INDV	0.500	\$100,000.00
M. S. Ravitch, M.D. 1306 Mountain View Place Boulder City, NV 89005	INDV	0.500	\$100,000.00
Frederick A. Reddy, M.D. 4927-B North Rivershore Drive Tampa, FL 33603	INDV	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Kevin M. Reid, D.O. 1259 Timberwyck Court Centerville, OH 45458	INDV	1.000	\$200,000.00
Trust U/W Andrew J. Reinhart, Jr. F/B/O Anne L. Reinhart et al. 1554 Jennie Road Wantagh, NY 11793	TRST	0.500	\$100,000.00
Hector D. Restrepo, M.D. & Elizabeth B. Restrepo 2601 Hackberry Place Plano, TX 75025-6020	JTCP	0.500	\$100,000.00
Joseph A. Rivkin 3410 Old Forest Road Baltimore, MD 21208	INDV	0.500	\$100,000.00
Marshall A. Rose & Heidi P. Rose 540 Pichacho Lane Santa Barbara, CA 93108	JT TEN	0.500	\$100,000.00
Michael Ross, M.D. 1617 South Shooting Star Drive Golden, CO 80401	INDV	0.500	\$100,000.00
Arthur H. Runk 61 Dolphin Drive St. Augustine, FL 32084	INDV	0.750	\$150,000.00
Oliver Sanders, Jr., M.D. 5229 Purdue Drive Metairie, LA 70003	INDV	0.500	\$100,000.00
Jack C. Sanford, Jr., M.D. 3945 Grandview Memphis, TN 38111	INDV	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
C. Barry Schaefer 65 Perkins Road Greenwich, CT 06830	INDV	1.000	\$200,000.00
Robert N. Schnitzler, M.D. 5424 Lancashire San Antonio, TX 78230	INDV	0.500	\$100,000.00
Salvatore F. Scoma Trust UA 10/28/87 Salvatore F. Scoma, Trustee 17135 Cassava Way Boca Raton, FL 33487	TRST	0.500	\$100,000.00
Shirlee N. Scoma Trust UA 10/28/87 Shirlee N. Scoma, Trustee 17135 Cassava Way Boca Raton, FL 33487	TRST	0.500	\$100,000.00
Lawrence Shaffer Trust UA 8/1/91 Lawrence J. Shaffer, Trustee 235 Fox Hunt Trail Barrington, IL 60010	TRST	1.000	\$200,000.00
Michael Shanker & Myrna Shanker 3230 Bloomfield Shore Drive West Bloomfield, MI 48323	INDV	1.000	\$200,000.00
U/T/A dated 6/8/94, F/B/O A. Shasha Alfred A. Shasha and Hanina Z. Shasha, Trustees 15 Cotswold Way Scarsdale, NY 10583	TST	1.000	\$200,000.00
Beverlee Soloff Shere 5004 N. Bay Road Miami Beach, FL 33140	INDV	0.500	\$100,000.00
Ralph H. Shere 5004 N. Bay Road Miami Beach, FL 33140	INDV	0.500	\$100,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Hugh Virgil Sherrill c/o Prudential-Bache Securities 199 Water St., 34th Floor New York, NY 10292	INDV	1.000	\$200,000.00
Jack C. Sherrod Attn: Mr. Matthew Maynor c/o Sherrod Vans, Inc. 6464 Greenland Road Jacksonville, FL 32258	INDV	1.000	\$200,000.00
David S. Shrager 2 Commerce Square 2001 Market St., 32nd Floor Philadelphia, PA 19103	INDV	1.000	\$200,000.00
Robert F.X. Sillerman 352 Plain Road Hinsdale, NH 03451	INDV	1.000	\$200,000.00
Gerald F. Smiley & Jay Ankeney 5975 Kevin Way Las Vegas, NV 89129	TIC	0.250	\$50,000.00
Donald R. Sorchych 41451 North 54th Street Cave Creek, AZ 85331-4887	INDV	0.500	\$100,000.00
South Texas Land and Cattle Company c/o Maury Kern 13625 Bluff Circle San Antonio, TX 78216	PART	1.000	\$200,000.00
James I. Spiegel 97 Barnes Road Stamford, CT 06902	INDV	2.000	\$400,000.00
Barry D. Stamm, M.D. & Carol A. Stamm 5209 Laurelwood Ct. Erie, PA 16506	JT TEN	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Kenneth I. Steffen & Catherine J. Steffen 127 Millrich Drive Los Gatos, CA 95030-5305	JT TEN	0.250	\$50,000.00
Daniel R. Stough, M.D. & Phyllis J. Stough 1507 Guilford Lane Oklahoma City, OK 73120-1208	JT TEN	0.500	\$100,000.00
S.V. Investors, L.P. Attn: Mr. Jay Sugarman c/o Starwood Capital Group, L.L.C. 3 Pickwick Place, Suite 250 Greenwich, CT 06830	PART	4.500	\$900,000.00
Joe Swerling, Jr. c/o Cannell Entertainment Productions 7083 Hollywood Blvd. Los Angeles, CA 90028	INDV	0.500	\$100,000.00
John F. Swift & Eleanor H. Swift 32 Peppermill Road Chatham, NJ 07928	JT TEN	0.500	\$100,000.00
John F. Swift & Eleanor H. Swift 32 Peppermill Road Chatham, NJ 07928	JT TEN	0.500	\$100,000.00
Anita J. Taenzer & Jon C. Taenzer 888 Laverne Way Los Altos, CA 94022	JT TEN	1.000	\$200,000.00
Louise B. Tanner 1991 Living Trust UA 7/13/91 Louise Brantley 1253 Sunset Cliffs Boulevard San Diego, CA 92107	TRST	0.250	\$50,000.00
Thomas Kent Taylor 133 Atlantic Drive Maitland, FL 32751	INDV	0.375	\$75,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Teller Family Trust UA 1/9/91 Rita and Robert Teller, Trustee 504 South Bay Front, Balboa Island Newport Beach, CA 92662	TRST	2.000	\$400,000.00
David E. Thaxton Trust UA 5/1/83 David E. Thaxton Trustee 4161 Carmichael Avenue, Suite 150 Jacksonville, FL 32207	TRST	0.500	\$100,000.00
Gary G. Thompson Attn: Mr. Don Cox Thompson & Brock Mgmt. Co. 2406 Ruth Hentz Ave. Panama City, FL 32405	INDV	1.000	\$200,000.00
Charles J. Voelker 5985 S.E. Congressional Place Stuart, FL 34997-8633	INDV	0.500	\$100,000.00
Voorheis Family 1978 Trust UA 1/5/78 Temple S. Voorheis & Ann M. Voorheis, Trustees Ms. Caryn White 2875 Emerson Street Palo Alto, CA 94306	TRST	0.500	\$100,000.00
Albert T. & Gay L. Voris Trust dated 5/21/84 as amended Joan V. Bezmalinovic, Albert T. Voris, Jr. and Susan G. Wilson, Trustees 5240 N. Forkner, #121 Fresno, CA 93711-1759	TRST	1.000	\$200,000.00
Stephen L. Wallack Magnum Tire Co. 724 North First Street Minneapolis, MN 55401	INDV	1.000	\$200,000.00

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<u>Limited Partner Name/Address</u>	<u>Owner Type</u>	<u>Units</u>	<u>Equity</u>
Albert Warren 26 West Kirke Street Chevy Chase, MD 20815	INDV	0.500	\$100,000.00
Raymond Wells, M.D. Main Street Doctors' Bldg. Route 3 Inez, KY 41224	INDV	1.000	\$200,000.00
Michael T. Wilkinson & Nancy Wood Wilkinson 730 Burning Tree Drive Marietta, GA 30067	JT TEN	1.000	\$200,000.00
Robert M. Wilson, M.D. & R. Venkatesan, M.D. 6160 Kempsville Circle, Suite 302A Norfolk, VA 23502-3933	TEN COM	0.500	\$100,000.00
William C. Wortman 4725 West Maulding Avenue Las Vegas, NV 89139	INDV	0.500	\$100,000.00
Bernard Yanowitz, D.D.S. & Helen Yanowitz 5807 Surrey Street Chevy Chase, MD	JT TEN	0.500	\$100,000.00
Jerry E. Zoble & Ruth Zoble 133 Cherry Hill Drive Jackson, MS 39211	JT TEN	0.500	\$100,000.00

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