

A18097

LAW OFFICES
JAFFE, RAITT, HEUER & WEISS
PROFESSIONAL CORPORATION
SUITE 2400
ONE WOODWARD AVENUE
DETROIT, MICHIGAN 48226
TELEPHONE (313) 961-8380
TELEFACSIMILE (313) 961-8358

SOUTHFIELD

Lesley A. Gaber

November 13, 1997

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

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*****52.50 *****52.50

Re: Fisherman's Landing of Coconut Creek Limited Partnership: A18097

Dear Sir/Madam:

Enclosed please find an original and one copy of the Eighth Amendment to Agreement and Certificate of Limited Partnership for the above-referenced limited partnership. I have also enclosed the required filing fee of \$52.50. Please date stamp the copy of the enclosed Amendment and return it to me in the self-addressed stamped envelope.

If you have any questions, please call.

Very truly yours,

JAFFE, RAITT, HEUER & WEISS,
Professional Corporation



Lesley A. Gaber

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/lag
Enclosures

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Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

**FISHERMAN'S LANDING OF COCONUT CREEK
LIMITED PARTNERSHIP**

**EIGHTH AMENDMENT TO AGREEMENT AND
CERTIFICATE OF LIMITED PARTNERSHIP**

THIS AGREEMENT is made effective as of this 1st day of January, 1997, by and between Amurcon Corporation (the "General Partner") and the Special Limited Partner and Investor Limited Partners whose names are set forth on Exhibit A hereto who hereby agree and swear as set forth herein.

The Partnership is a limited partnership organized and existing under the laws of the State of Florida pursuant to an Agreement and Certificate of Limited Partnership which was filed with the Secretary of State of Florida on October 19, 1984, and any subsequent amendments thereto, if any (collectively the "Partnership Agreement"). The parties wish to amend the Partnership Agreement to reflect the transfer of limited partnership interest from the William C. Vandenberg, Jr. Trust to Charles Vandenberg, pursuant to the Assignment and Assumption Agreement. Accordingly, the William C. Vandenberg, Jr. Trust hereby withdraws as a limited partner of the Partnership, and Charles Vandenberg is hereby admitted as limited partner of the Partnership.

Exhibit A to the Partnership Agreement is hereby amended to read as set forth in the attached Exhibit A.

Except to the extent herein amended, all provisions of the Partnership Agreement shall continue in full force and effect. This Eighth Amendment may be executed in any number of counterparts.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

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SIGNATURE PAGE
FISHERMAN'S LANDING OF COCONUT CREEK
LIMITED PARTNERSHIP

EIGHTH AMENDMENT TO AGREEMENT AND
CERTIFICATE OF LIMITED PARTNERSHIP

WITHDRAWING PARTNER:

WILLIAM C. VANDENBERG, JR. TRUST

By: AMURCON CORPORATION, a Michigan corporation, as General Partner and
Attorney-in-Fact pursuant to Assignment and Assumption Agreement.

By: Willie M. Martin
Willie M. Martin
Vice President and Treasurer

NEW PARTNER

CHARLES VANDENBERG

By: AMURCON CORPORATION, a Michigan corporation, as General Partner and
Attorney-in-Fact pursuant to Assignment and Assumption Agreement.

By: Willie M. Martin
Willie M. Martin
Vice President and Treasurer

GENERAL PARTNER:

AMURCON CORPORATION, a Michigan corporation

By: Willie M. Martin
Willie M. Martin
Vice President and Treasurer

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EXHIBIT A

Fisherman's Landing of Coconut Creek

	<u>CONTRIBUTION</u>	<u>PROFITS PERCENTAGE</u>	<u>RESIDUAL PERCENTAGE</u>
<u>GENERAL PARTNER:</u>			
Amurcon Corporation 30215 Southfield Road Suite 200 Southfield, MI 48076-1361	\$990.00	1.00%	15.00%
<u>SPECIAL LIMITED PARTNER</u>			
Realty International Corp. One State Street Plaza New York, NY 10004	\$10.00	0.00%	5.00%
<u>LIMITED PARTNERS:</u>			
Douglas F. Allison 555 S. Woodward, Apt. 606 Birmingham, MI 48011	\$50,168.00	1.2375%	1.00%
Amurcon Corporation 30215 Southfield Road, Suite 200 Southfield, MI 48076-1361	\$27,010.00	0.6188%	0.50%
Noori Antone 28790 Kendlewood Farmington Hills, MI 48018	\$27,010.00	0.6188%	0.50%
Zuhair Antone 30991 Ridgway Drive Farmington Hills, MI 48018	\$27,010.00	0.6188%	0.50%
William P. Baer 2111 Walter Reuther Drive Warren, MI 48091	\$50,168.00	1.2375%	1.00%
Thomas W. Bakewell Spring Hill Rd., R.R. 2- Box 544 Hancock, NH 03449	\$54,020.00	1.2375%	1.00%
Charles N. Beatty 1540 Stafore Drive N. Bethlehem, PA 18017	\$27,010.00	0.6188%	0.50%
John H. Beernink 2637 Greentree Drive S.E. Grand Rapids, MI 49506	\$54,020.00	1.2375%	1.00%

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Ross L. & Kathleen M. Bellinghiere, JTWROS 1930 S. 41st Street, #534 Omaha, NE 68105	\$27,010.00	0.6188%	0.50%
Jonathan L. Birge 2700 Market Tower Indianapolis, IN 46204	\$27,010.00	0.6188%	0.50%
Ronald A. Block 5640 Washington Boulevard Indianapolis, IN 46220	\$54,020.00	1.2375%	1.00%
Bernard T. & Ruthan Brodsky, JTWROS P.O. Box 2368 Farmington Hills, MI 48333-2368	\$54,020.00	1.2375%	1.00%
Francis A. Byrne 828 Seeley Avenue Park Ridge, IL 60068	\$6,271.00	0.1547%	0.125%
J. Kevin Byrne 2155 Draper Avenue Roseville, MN 55113-5312	\$6,271.00	0.1547%	0.125%
Mary Elizabeth Byrne 120 Steamview Drive Troy, MI 48098	\$6,271.00	0.1547%	0.125%
Robert Byrne P.O. Box 40046 Nashville, TN 37204-0046	\$6,271.00	0.1547%	0.125%
John R. & Kathi Canale, JTWROS 1170 Dunston Drive St. Louis, MO 63146	\$27,010.00	0.6188%	0.50%
Gary E. Carter c/o Susan L. Petersen Deloitte & Touche 1645 Palm Beach Lakes Blvd. Suite 900 West Palm Beach, FL 33401	\$50,168.00	1.2375%	1.00%
Boyd E. Jr. & Ellen M. Chapin, JTWROS 1000 Woodbridge Detroit, MI 48207	\$54,020.00	1.2375%	1.00%

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John C. Cittadino Sr. 3611 N. Pocomke Street Arlington, VA 22213	\$27,010.00	0.6188%	0.50%
Clifford J. Cloutier 9790 Gulf Shore Drive, #204 Naples, FL 33963	\$108,040.00	2.4750%	2.00%
Patrick X. Conway 7443 Old Mill Road Bloomfield Hills, MI 48301	\$27,010.00	0.6188%	0.50%
Robert W. & Patricia L. Cooney, JTWROS 110 Royal Musselburgh Williamsburg, VA 23188-7403	\$54,020.00	1.2375%	1.00%
Frank Daiza 29818 Deer Run Farmington Hills, MI 48018	\$27,010.00	0.6188%	0.50%
Robert W. DeCelle Robert W. DeCelle Trust 6464 Deer Ridge Drive Clarkston, MI 48016	\$54,020.00	1.2375%	1.00%
John R. Dempsey 1925 Pauline Boulevard Ann Arbor, MI 48103	\$50,168.00	1.2375%	1.00%
Mohinder K. Diwan 2871 Chestnut Run Drive Bloomfield Hills, MI 48013	\$27,010.00	0.6188%	0.50%
Andrievs Dzenitis 591 Sunset Drive Louisville, KY 40206	\$27,010.00	0.6188%	0.50%
Carroll K. Elias Estate of Gerald M. Elias 11 Bardion Lane Harrison, NY 10528	\$27,010.00	0.6188%	0.50%
Fred A. Erb P.O. Box 458 Bloomfield Hills, MI 48303-0458	\$50,168.00	1.2375%	1.00%
George L. & Barbara M. Erb, JTWROS General Delivery, Box 9001 Wilson, WY 83014	\$50,168.00	1.2375%	1.00%

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Wendy Elaine Erb Grosvenor, Apt. 1001 6001 Pelican Bay Blvd. Naples, FL 34108	\$50,168.00	1.2375%	1.00%
Richard D. Ernst Richard D. Ernst Trust 4761 S. Newport Island Drive Vero Beach, FL 32967	\$27,010.00	0.6188%	0.50%
David Feffer 21729 Fall River Drive Boca Raton, FL 33428	\$27,010.00	0.6188%	0.50%
Thomas R. Frye 1427 Roxbury Road, Apt. F Columbus, OH 43212-3212	\$27,010.00	0.6188%	0.50%
Falah R. Garmo 6426 Charles Drive West Bloomfield, MI 48322	\$27,010.00	0.6188%	0.50%
Rose R. Ginsburg c/o Dennis N. Frank, CPA Frank & Freedman, P.C. 30800 Northwestern Hwy Farmington Hills, MI 48334	\$50,168.00	1.2375%	1.00%
Yale Ginsburg c/o Dennis N. Frank, CPA Frank & Freedman, P.C. 30800 Northwestern Hwy. Farmington Hills, MI 38334	\$50,168.00	1.2375%	1.00%
The Gladstone Partners Edward Rieck 740 Osage Drive Pittsburg, PA 15243-1040	\$108,040.00	2.4750%	2.00%
Jerome S. Grady 8509 Sweet Blossom Ct. Fort Wayne, IN 46835-9624	\$27,010.00	0.6188%	0.50%
John C. & Janet F. Grant, JTWROS 330 Martell Bloomfield Hills, MI 48013	\$27,010.00	0.6188%	0.50%

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Ann F. & Bernard B. Graybeal, JTWROS 915 Haddington Court S. Stoney Creek, NC 27377	\$27,010.00	0.6188%	0.50%
John J. Guarnaschelli 3020 Poppy Way Louisville, KY 40206	\$27,010.00	0.6188%	0.50%
William J. & Mary Jane Haener, JTWROS 4243 S. River Road St. Clair, MI 48079	\$50,168.00	1.2375%	1.00%
Alvin P. Hilbrich 306 Bungalow Goliad, TX 77963	\$54,020.00	1.2375%	1.00%
A. Alberto Hodari 28505 Southfield Road Lathrup Village, MI 48076	\$50,168.00	1.2375%	1.00%
Jack R. & Randon G. Hubbs, JTWROS 31 Mountain Drive Morristown, NJ 07960-5142	\$54,020.00	1.2375%	1.00%
John Hunsberger 907 S. Poplar Street Allentown, PA 18103	\$27,010.00	0.6188%	0.50%
Ira J. Jaffe One Woodward Avenue Suite 2400 Detroit, MI 48226	\$50,168.00	1.2375%	1.00%
Fuad Karmo 2932 Chambord Drive West Bloomfield, MI 48033	\$54,020.00	1.2375%	1.00%
Joe Karmo 4589 Walden Road Bloomfield Hills, MI 48301	\$27,010.00	0.6188%	0.50%
Ramzy Karmo 2286 Dunstable Birmingham, MI 48008	\$27,010.00	0.6188%	0.50%
Robert B. & Terri Lee Kavieff, JTWROS 3304 Coralvine Cove Austin, TX 78735	\$27,010.00	0.6188%	0.50%

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Barbara Ellen Kilgore Estate of William J. Kilgore 5270 Windridge Drive Indianapolis, IN 46226	\$27,010.00	0.6188%	0.50%
Dean M. Koppin Dean M. Koppin Trust 25844 Hunt Club Blvd. Farmington Hills, MI 48335	\$27,010.00	0.6188%	0.50%
David Jr. & Roberta F. Lawrence, JTWROS 3441 Alhambra Circle Coral Gables, FL 33134	\$25,084.00	0.6188%	0.50%
James D. & Shara J. Lindsay, JTWROS 40597 Brentwood Sterling Heights, MI 48310	\$27,010.00	0.6188%	0.50%
Joseph R. & Gisele LiPari, JTWROS 131 Romaine Avenue Maywood, NJ 07607	\$54,020.00	1.2375%	1.00%
Thomas V. Lloyd 2687 Wexford Road Columbus, OH 43221	\$27,010.00	0.6188%	0.50%
Wallace M. Long 500 Linden Street Bethlehem, PA 18018	\$54,020.00	1.2375%	1.00%
Hikmat G. Mammo 22247 Hallcroft Lane Southfield, MI 48034	\$27,010.00	0.6188%	0.50%
Masoud Mammo 37645 Orchester Drive Farmington Hills, MI 48331	\$27,010.00	0.6188%	0.50%
James L. Maniere 21265 Harrington Clinton Twp., MI 48036	\$27,010.00	0.6188%	0.50%
Estate of Denis G. Martin 5415 S. Mutiny Bay Rd. Freeland, WA 98249-9538	\$27,010.00	0.6188%	0.50%
Samuel S. Miller 10 Oaks Lane, Hunters Run Boynton Beach, FL 33436	\$27,010.00	0.6188%	0.50%

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Michael T. Monahan 931 W. Harsdale Bloomfield Hills, MI 48013	\$25,084.00	0.6188%	0.50%
John H. Graham Estate of James R. Nadler c/o Harper-VanScoik and Co. P.O. Box 4989 Clearwater, FL 34618	\$27,010.00	0.6188%	0.50%
Jamil Nafso 4435 Landing West Bloomfield, MI 48033	\$54,020.00	1.2375%	1.00%
Thamir Nafso 4512 Orchard Trail Court Orchard Lake, MI 48324	\$54,020.00	1.2375%	1.00%
Abdul G. Noaman 5329 Corinthian Bay Plano, TX 75093	\$54,020.00	1.2375%	1.00%
Anne M. Nolan Anne M. Nolan Revocable Trust 5278 Provincial Drive Bloomfield Hills, MI 48302	\$27,010.00	0.6188%	0.50%
Kenyon C. Nussbaum 1645 Oakwood Lane Berne, IN 46711	\$27,010.00	0.6188%	0.50%
Ronald W. Nussbaum 8606 Brookline Court Ft. Wayne, IN 46835	\$27,010.00	0.6188%	0.50%
Rocky B. Nystrom P.O. Box 10584 College Station, TX 77842	\$54,020.00	1.2375%	1.00%
Philip & Diane L. Olsson Trust 3519 Lowell Street NW Washington, DC 20016	\$27,010.00	0.6188%	0.50%
Donthamsett A. Rao 304 Briarcliff Road West Point, GA 31833	\$27,010.00	0.6188%	0.50%

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Richard L. Ray 8 Chapel Oak Road Pittsburgh, PA 15238	\$54,020.00	1.2375%	1.00%
Bertha Rudd 32 Washington Park Maplewood, NJ 07040	\$270,100.00	6.1875%	5.00%
Thomas E. & Sally E. Scholtz, JTWROS 1332 Sjerodam Plymouth, MI 48170	\$54,020.00	1.2375%	1.00%
Christopher Schreiber c/o Crystal Science Corp. 455 B. Birch Street Kenneth Square, PA 19348	\$27,010.00	0.6188%	0.50%
Gregory J. Schwartz Gregory J. Schwartz Trust 3707 W. Maple, Suite 201 Bloomfield Hills, MI 48301	\$27,010.00	0.6188%	0.50%
Wafiya El Hassany Shafey Trust Mr. Richard Razook 4952 Sentinel Drive, #206 Bethesda, MD 20816-3559	\$54,020.00	1.2375%	1.00%
Subramaniam R. & Vijaya L. Shastri, JTWROS 1468 S. Manor Drive St. Joseph, MI 49085	\$27,010.00	0.6188%	0.50%
Steven E. Sherman c/o Sherman & Sterling 555 California Street San Francisco, CA 94104	\$27,010.00	0.6188%	0.50%
Marvin D. & Gloria J. Siegel, JTWROS 2529 E. Indian Mound Road Bloomfield Hills, MI 48301	\$50,168.00	1.2375%	1.00%
Peter B. Spivak 211 E. Merrill St., Apt 503 Birmingham, MI 48009-6140	\$50,168.00	1.2375%	1.00%
Jeffrey P. Squires 2025 Turnberry Lane Fort Wayne, ID 46804-9332	\$54,020.00	1.2375%	1.00%

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Charles L. & C. Jo Stainbrook P.O. Box 3758 Wichita, KS 67201	\$54,020.00	1.2375%	1.00%
Clayton E. & Ruth A. Terhaar, JTWROS 138 W. 39th Street Holland, MI 49423	\$54,020.00	1.2375%	1.00%
Eugene A. Thieman 1209 Balmoral Drive Louisville, KY 40205	\$27,010.00	0.6188%	0.50%
August Tomusk 7601 E. Manitou Trail, #92 Roanoke, IN 46783	\$108,040.00	2.4750%	2.00%
Joseph C. Totherow 410 Archer Road Winston-Salem, Nc 27106	\$27,010.00	0.6188%	0.50%
Woodrow Troupe, Jr. P.O. Box 3226 Southfield, MI 48037	\$27,010.00	0.6188%	0.50%
Charles Vandenberg c/o David C. Jecmen Old Kent Bank, Trustee One Vandenberg Center Grand Rapids, MI 49503	\$54,020.00	1.2375%	1.00%
Melvin C. VanderBrug Melvin C. VanderBrug Trust 1291 Porters Lane Bloomfield Township, MI 48302-0941	\$50,168.00	1.2375%	1.00%
Jane E. VanDusen 50 Highridge Road West Simsbury, CT 06092	\$25,084.00	0.6188%	0.50%
Robert B. & Janet O. Waring, JTWROS 748 Linwood Avenue Ridgewood, NJ 07450	\$27,010.00	0.6188%	0.50%
John H. Wert c/o McDonald & Co. 250 Pearl Street NW Grand Rapids, MI 49503-2680	\$27,010.00	0.6188%	0.50%

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Charles H. & Anne D. Whitelaw, Jr., JTWROS 661 Fairfax Road Birmingham, MI 48009	\$27,010.00	0.6188%	0.50%
Steven D. Wild 2690 White Oak Drive Ann Arbor, MI 48103	\$27,010.00	0.6188%	0.50%
Anne Wilson 174 S. Collier Blvd. Marco Island, FL 33937	\$54,020.00	1.2375%	1.00%
William G. Wilson, Jr. 4045 Harbor Vista Orchrd Lake, MI 48063	\$27,010.00	0.6188%	0.50%
James R. & Mary F. Workman, JTWROS 1530 Winterwood Dr., NE Grand Rapids, MI 49546	\$54,020.00	1.2375%	1.00%
Robert W. & Susan C. Wright c/o U.S. Trust Co. of NY Attn: Edward Poreba 114 W. 47th Street New York, NY 10036	\$50,168.00	1.2375%	1.00%
TOTAL	<u>\$4,253,264.00</u>	<u>100.00%</u>	<u>100.00%</u>

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