

A18721

(Requestor's Name)

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(City/State/Zip/Phone #)

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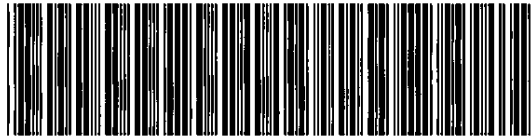
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 JUN -8 PM 4: 09

FILED



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 130118 4330594
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 105.00

ORDER DATE : May 24, 2006
ORDER TIME : 11:55 AM
ORDER NO. : 130118-005
CUSTOMER NO: 4330594

FILED
2006 JUN - 8 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: BROCKWAY LTD, LLLP

EFFECTIVE DATE:

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: Sara Lea -- EXT# 2914

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 25, 2006

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: BROCKWAY, LTD.
Ref. Number: A18721

FILED
2006 JUN -8 PM 4:09
RECEIVED
06 JUN -8 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BROCKWAY, 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:

As previously stated, this AMENDED AND RESTATED CERTIFICATE is all that is required for the partnership to elect to become an LLLP. No separate amendment is required.

HOWEVER, the new R.A. -- Ronit Canit -- will have to sign a statement accepting the R.A. designation.

ALSO, the dissociating general partners are also required to sign the document, except in the exceptional situations described in 620.1204, Item 3. (See attached.)

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 406A00036715

Resubmit

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
BROCKWAY LTD., LLLP**

FILED
2006 JUN -8 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

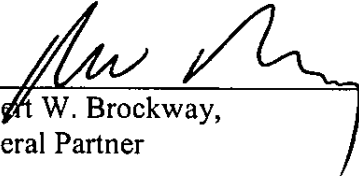
Pursuant to the provisions of Section 620.1202 of the Florida Revised Uniform Partnership Act of 2005, the undersigned hereby amends and restates the Certificate of Limited Partnership of Brockway, Ltd. which Certificate was originally filed on December 2, 1984 and delivers and files this Amended and Restated Certificate to be effective when filed.

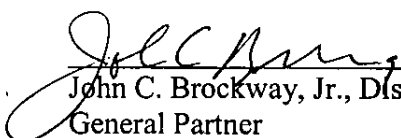
This amended certificate reflects the current street and mailing address of the limited partnership and its registered agent and reflects the admission of a new general partner, the disassociation of the general partners named in the original certificate; the elimination of items 4, (b), 6, 7, 8, 9, 10, 11, 12, 13 and 14 of the original certificate; amends item 5 to provide for perpetual life and to provide that this partnership is a limited liability limited partnership.

1. The name of the limited partnership is
Brockway Ltd., LLLP.
2. The initial certificate was filed on or about December 28, 1984.
3. The street and mailing address of the designated office of the limited partnership is:
Brockway Ltd., LLLP
300 Almeria Avenue
Coral Gables, FL 33134
4. The name and street address of the present resident agent is:
Ronit Canet
300 Almeria Avenue
Coral Gables, FL 33134
5. The new general partner of the partnership and his name and business address is:
Robert W. Brockway
300 Almeria Avenue
Coral Gables, FL 33134
6. The General Partners who have disassociated are:
John C. Brockway, Jr.
Patricia A. Brockway

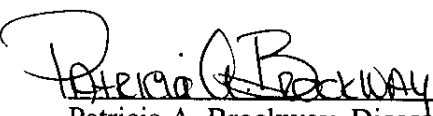
7. The limited partnership is a limited liability limited partnership.
8. The partnership shall have perpetual existence until terminated as provided in the Amended and Restated Agreement of Limited Partnership.
9. The partnership elects to have the limited partnership be subject to provisions of the Florida Uniform Limited Partnership Act of 2005.
10. Each partner's interest in the limited partnership is required to be evidenced by a certificate issued by the limited partnership and such interest may only be assigned or transferred by assignment or transfer of such certificate. Each certificate may bear such legend or legends as the partnership agreement may require.

This amended and restated certificate has been duly executed on this 5 day of June, 2006 in accordance with the provisions of FS 620.1202.


Robert W. Brockway,
General Partner


John C. Brockway, Jr., Disassociating
General Partner

June 5, 2006


Patricia A. Brockway, Disassociating
General Partner

June 5, 2006

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Amended and Restated Certificate of Limited Partnership of Brockway Ltd., LLLP, as the Registered Agent of this limited liability limited partnership, hereby consents to accept service of process for the above-stated limited liability limited partnership at the place designated in the Amended and Restated Certificate of Limited Partnership, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.

By: Ronit Canet
Ronit Canet

Dated: June 5, 2006