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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Fontanan Park Limited Partnership

File lot

Walk In

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Certified Copy

Mail Out

Certificate of Status

Will Wait

Certificate of Good Standing

Photocopy

ARTICLES ONLY

ALL CHARTER DOCS

00 JAN 21 AM 9:02

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

mk

1/24/00

RECEIVED
00 JAN 21 PM 4:44
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Ordered By: _____

Date: _____

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
FONTANAR PARK LIMITED PARTNERSHIP

FILED STATE
SECRETARY OF CORPORATIONS
00 JAN 21 AM 8:02

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on February 15, 1985, adopts the following Certificate of Amendment to its certificate of limited partnership:

FIRST: Amendments

Article IV
Members

Vicente Carrodegua is admitted as an additional General Partner. As a result thereof, the Partners, together with their respective classes and addresses, are listed on Exhibit A attached hereto.

Article VI

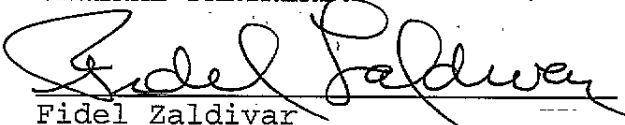
Contribution

The initial cash contribution of each Limited Partner is listed on Exhibit A.

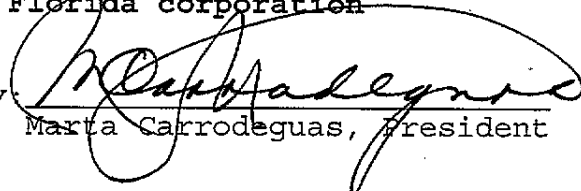
SECOND: This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures:

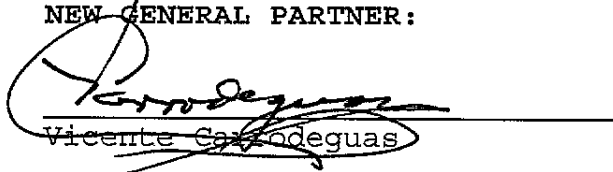
GENERAL PARTNERS:


Fidel Zaldivar

DE-KARON CORPORATION,
a Florida corporation

By 
Marta Carrodegua, President

NEW GENERAL PARTNER:


Vicente Carrodegua

**FONTANAR PARK LIMITED PARTNERSHIP
EXHIBIT A**

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GENERAL PARTNERS

<u>Name</u>	<u>Address</u>	<u>Initial Cash Contribution</u>	<u>Partnership Interests</u>
Fidel Zaldivar	540 N.W. 114th Avenue Miami, Florida 33172	\$300	10%
Vicente Carrodegua	540 N.W. 114th Avenue Miami, Florida 33172	300	1%
DE-KARON CORPORATION, a Florida corporation	540 N.W. 114th Avenue Miami, Florida 33172	<u>300</u>	<u>10%</u>
		\$900	21%

LIMITED PARTNERS

Fidel Zaldivar	540 N.W. 114th Avenue Miami, Florida 33172	\$700	28.748%
DE-KARON CORPORATION, a Florida corporation	540 N.W. 114th Avenue Miami, Florida 33172	700	23.33%
Vicente Carrodegua	540 N.W. 114th Avenue Miami, Florida 33172	700	4.415%
Bethany Beach LLC	201 S. Biscayne Blvd. Suite 2400 Miami, Florida 33131	<u>700</u>	<u>22.507%</u>
		\$2,800	79%