

A 19813

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Amendment
Filed 12-31-86

15pgs.

A 19813

SPENCER, BERNSTEIN, SEEMANN, KLEIN & PERLSTEIN
ATTORNEYS AT LAW

THOMAS R. SPENCER, JR.
JOEL BERNSTEIN*
ERNEST A. SEEMANN
BRENT D. KLEIN
MITCHELL L. PERLSTEIN
ANDREW S. BERMAN
*ALSO ADMITTED IN NEW YORK

1901 PONCE DE LEON BOULEVARD
CORAL GABLES, MIAMI, FLORIDA 33134
TELEPHONE (305) 441-1901
TELEX 164047 SPEN LR
DEXTER W. EHTINEN
OF COUNSEL

01/09/87 00061 311
December 31, 1986 PARTNERSHIP
LTD PARTNERSHIP
=====

Secretary of State
8405 N.W. 53rd Street
Miami, Florida 33134

RE: I.R.E. REAL ESTATE INCOME FUND, LTD.

Gentlemen:

Enclosed please find the following:

1. Amendment to Certificate of Limited Partnership
2. Check for \$ 30.00

The total capital contribution revised by this amendment is shown on the last page of the Exhibit thereto.

Very truly yours,

Mitchell L. Perlstein
Mitchell L. Perlstein

MLP:dk

Enclosures

Name	
Availability	
Document Examiner	
Updater	DV. :
Updater Verifier	AG
Acknowledgement	
W. P. Verifier	

G. TAX	
FILING	30
R. AGENT	
C. COPY	
TOTAL	
N. BANK	
BALANCE DUE	
REFUND	
PHOTO COPY	

SEP 31 1986

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

WHEREAS, all Limited Partners, and each of them of I.R.E. REAL ESTATE INCOME FUND, LTD. ("IRE"), a Limited Partnership formed pursuant to Chapter 620 of Florida Statutes have irrevocably made, constituted and appointed the General Partner with full power of substitution, his true and lawful attorney, for him and in his name, place and stead for his use and benefit, to execute and acknowledge and, to the extent necessary, to file and record various documents in connection with the formation, continuation, dissolution of the Limited Partnership and in connection with the transfer of Limited Partnership interests;

NOW, THEREFORE, the undersigned General Partner, for itself and on behalf of the limited partners, desiring to amend the Certificate of Limited Partnership of IRE does hereby certify as follows:

1. There is hereby admitted as a Limited Partner each party who has executed the Limited Partner Power of Attorney, on whose behalf the Managing General Partner, by its execution hereof, swears to and subscribes to the Certificate of Limited Partnership; each such Limited Partner is shown on Schedule A attached hereto and made a part hereof, and which sets forth the name, place of residence and amount of original capital of each new limited partner.
2. Each such new Limited Partnership has executed a Special Power of Attorney constituting and appointing the General Partner with full power of substitution, his true and lawful attorney, for him and in his name, place and stead, and for his use and benefit to execute and acknowledge and, to the extent necessary, to file and record:
 - (a) The Statement of Fictitious Business Name for the Partnership, the Certificate of Limited Partnership for the Partnership, Certificate of Amendment to the Certificate of Limited Partnership and to the Statement of Fictitious Business Name, whenever any of the same are required by law, including, but not

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SECRETARY OF STATE
FLORIDA

limited to the following:

- (1) To admit new or substituted Limited Partners;
- (2) In any other respect, provided there has been compliance with all of the provisions of this Agreement.

- (b) The Limited Partnership Agreement of the Partnership and all amendments thereto.
- (c) Any other instrument which may be required to be filed by the Partnership under the laws of any state or any governmental agency, or which the General Partner deems is advisable to file.
- (d) Any document which may be required to effect the continuation of the Partnership, the admission of an additional or substituted Limited Partner, or the dissolution and termination of the Partnership, provided such continuation, admission or dissolution and termination are in accordance with the provisions of this agreement.

The foregoing grant of authority:

- (a) Is a Special Power of Attorney coupled with an interest, is irrevocable, and shall survive the death or incapacity of any Limited Partner or substituted Limited Partner;
- (b) May be exercised by the General Partner for each Limited Partner by a facsimile signature of one of its officers or by listing all of the Limited Partners executing any instrument with a single signature of one of its officers acting as Attorney-in-fact for all of them;
- (c) Shall survive the delivery of any assignment by a Limited Partner of the whole or any portion of his interest, except that where the assignee thereof has been approved by the General Partner for admission to the Partnership as a substituted Limited Partner, the Power of Attorney shall survive the delivery of such assignment for the sole purpose of enabling the General Partner to execute, acknowledge and file any instrument.

necessary to effect such substitution.

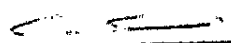
By said Special Power of Attorney, the Limited Partners agree to be bound by all representations of the General Partner as their said Attorney-in-fact and waive any and all defenses which may be available to them to contest, negate or disaffirm the actions of the General Partner or its successors under this Power of Attorney, and hereby ratify and confirm all acts which the Attorney-in-fact may take as Attorney-in-fact hereunder in all respects as though performed by the Limited Partner.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Certificate of Limited Partnership as of this 31st day of December, 1986.

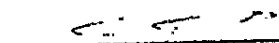
SWORN TO AND SUBSCRIBED:

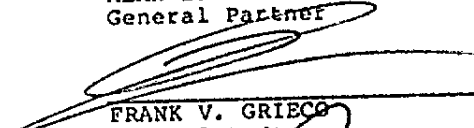
I.R.E. INCOME ADVISORS CORP.
MANAGING GENERAL PARTNER

By:


ALAN B. LEVAN
President

PURSUANT TO POWERS OF ATTORNEY


ALAN B. LEVAN
General Partner


FRANK V. GRIECO
General Partner


SUSAN C. PERLSTEIN
General Partner

STATE OF FLORIDA)

)

COUNTY OF DADE)

The foregoing instrument was acknowledged, subscribed and sworn to before me this 31st day of December 1986, by ALAN B. LEVAN, President and General Partner, of I.R.E. INCOME ADVISORS CORP., FRANK V. GRIECO, General Partner, and SUSAN C. PERLSTEIN, General Partner.

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. FEB 19, 1993
BORN 1947 GENERAL INV. UND.


Notary Public
State of Florida at Large
My Commission Expires:

CAPITAL CONTRIBUTIONS

УДК 62-50

W. B. REAL ESTATE INC. AND, L.L.C.

UNIVERSITY OF
MICHIGAN

PRO-7
1115-412

SECRET

7340 C. 11.11.12

TYFGI / IONI

7/10/1963
RECEIVED 7/10/1963

NOT APPLICABLE

NOT APPLICABLE

100

INDIVIDUAL
STUDY OTHER.

NOT APPLICABLE

IRA

NOT APPLICABLE

1500
NOT APPLICABLE

1991

STABLE JACKET.

INDIVIDUAL
JTWRTS

FOR APPLICABLE

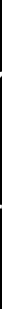
112-A

**INDIVIDUAL
EXEMPT**

STILE JNR. 31

5644
1977/10/1

1951



100

UNITED STATES

UNITED STATES OF AMERICA
OF 12/31/50

INVESTOR NO.
INVESTOR NAME

INVESTOR
ADDRESS

FOR A
MEMBERSHIP

CAPITAL
CONTRIBUTIONS

37500

1600 S. E. 100th AVE
PRESIDENT, AZ 3301

013615

STANLEY J. HILL

OF APPLICABLE
LAW

23700

IRA # 3391

P.O. BOX 112123
HOUSTON, TX 77214-2123

013616

STERLING TRUST COMPANY, INC.
800 MORRIS ST. NEW YORK

IF-ROJ5

5000

100 INDIAN DRIVE

INDIVIDUAL

MANCHESTER, CT 06010

013617

THOMAS, JR./EDWARD L.
DOUGLAS H. HILL

TOTAL CONTRIBUTIONS:

292500

TOTAL INVESTED CAPITAL TO DATE:

28928500

SEE END OF REPORT FOR

CAPITAL
CONTRIBUTIONS

UNITED STATES

L.E.E. REAL ESTATE INVESTMENT CO., LTD.
AS OF 12/30/86

INVESTOR NO. INVESTOR NAME	INVESTOR ADDRESS	DATE OF CONTRIBUTION	AMOUNT	PROPERTY ADDRESS	PROPERTY TYPE	STATUS
010013	JOHN, TRUSTEE OF THE ESTATE OF JOHN	12/30/86	3000	1000 WEST 10TH AVE	INDIVIDUAL	NOT APPLICABLE
010014	WICK, JOHN DALL TRUST	12/30/86	5000	MARKET ST. DE 5000	INDIVIDUAL	NOT APPLICABLE
010015	DOPTOZ, MARIA C.	12/30/86	10000	2300 LOCUST ST. COURT	INDIVIDUAL	NOT APPLICABLE
010016	PAKOVIC, PETER D.	12/30/86	5000	9000 WILSON AVE.	INDIVIDUAL	NOT APPLICABLE
010017	JEANETTE, PAKOVIC	12/30/86	10000	ALBANY, AL 3000	INDIVIDUAL	NOT APPLICABLE
010018	DAVID, M. L.	12/30/86	2000	2707 LIBERTY DRIVE	INDIVIDUAL	NOT APPLICABLE
010019	DAVID, M. L.	12/30/86	10000	MARKET ST. DE 5000	INDIVIDUAL	NOT APPLICABLE
010020	DAVID, M. L.	12/30/86	10000	53 WADSWORTH DRIVE	INDIVIDUAL	NOT APPLICABLE
010021	DAVID, M. L.	12/30/86	2000	LACKAWANNA, NY 14218	INDIVIDUAL	NOT APPLICABLE
010022	DAVID, M. L.	12/30/86	10000	TRANSCORP PENSION SERVICES, INC.	INDIVIDUAL	NOT APPLICABLE
010023	DAVID, M. L.	12/30/86	10000	250 EL CAMINO REAL, SUITE 100	INDIVIDUAL	NOT APPLICABLE
010024	DAVID, M. L.	12/30/86	10000	TULSA, OK 74106	INDIVIDUAL	NOT APPLICABLE
010025	DAVID, M. L.	12/30/86	10000	IRA #22148-1001, DTD 11/17/86	INDIVIDUAL	NOT APPLICABLE
010026	DAVID, M. L.	12/30/86	10000	444 SHERMAN STREET	INDIVIDUAL	NOT APPLICABLE
010027	DAVID, M. L.	12/30/86	10000	DENVER, CO 80202	INDIVIDUAL	NOT APPLICABLE
010028	DAVID, M. L.	12/30/86	10000	80 CARPENTER ROAD	INDIVIDUAL	NOT APPLICABLE
010029	DAVID, M. L.	12/30/86	10000	MANCHESTER, CT 06040	INDIVIDUAL	NOT APPLICABLE
010030	DAVID, M. L.	12/30/86	10000	TRUSTEES OF A 10/05/81	INDIVIDUAL	NOT APPLICABLE
010031	DAVID, M. L.	12/30/86	10000	7112-324 PAT AMERICAN BLDG.	INDIVIDUAL	NOT APPLICABLE
010032	DAVID, M. L.	12/30/86	10000	ALBANY, AL 3000	INDIVIDUAL	NOT APPLICABLE
010033	DAVID, M. L.	12/30/86	10000	800 W. 30TH PLACE	INDIVIDUAL	NOT APPLICABLE
010034	DAVID, M. L.	12/30/86	10000	065 W. 30TH, A 06106	INDIVIDUAL	NOT APPLICABLE
010035	DAVID, M. L.	12/30/86	10000	IRA #12214013	INDIVIDUAL	NOT APPLICABLE
010036	DAVID, M. L.	12/30/86	10000	P.O. BOX 8800	INDIVIDUAL	NOT APPLICABLE
010037	DAVID, M. L.	12/30/86	10000	ALBANY, AL 3000	INDIVIDUAL	NOT APPLICABLE
010038	DAVID, M. L.	12/30/86	10000	IRA #1575711	INDIVIDUAL	NOT APPLICABLE
010039	DAVID, M. L.	12/30/86	10000	P.O. BOX 8800	INDIVIDUAL	NOT APPLICABLE
010040	DAVID, M. L.	12/30/86	10000	ALBANY, AL 3000	INDIVIDUAL	NOT APPLICABLE
010041	DAVID, M. L.	12/30/86	10000	44418 STONE ROAD	INDIVIDUAL	NOT APPLICABLE
010042	DAVID, M. L.	12/30/86	10000	8001, AL 3000	INDIVIDUAL	NOT APPLICABLE
010043	DAVID, M. L.	12/30/86	10000	2018 E. LA FAYETTE	INDIVIDUAL	NOT APPLICABLE
010044	DAVID, M. L.	12/30/86	10000	DENVER, CO 80123	INDIVIDUAL	NOT APPLICABLE
010045	DAVID, M. L.	12/30/86	10000	ALBANY, AL 3000	INDIVIDUAL	NOT APPLICABLE

INVESTOR NO. INVESTOR NAME	INVESTOR ADDRESS	INVESTOR CITY, STATE, ZIP	INVESTOR TYPE	INVESTOR CONTRIBUTION
013040	ALFORD/AGRI-CULTURE	ALFORD, AL 36007	INDIVIDUAL	5000
013041	BARON A. HILL	BARON, AL 36007	INDIVIDUAL	10000
013042	KARL RICHARD L.	KARL, AL 36007	INDIVIDUAL	5000
013043	ROBERT J. J.	ROBERT, AL 36007	INDIVIDUAL	10000
013044	JOSEPH A. J.	JOSEPH, AL 36007	INDIVIDUAL	5000
013045	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013046	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013047	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013048	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013049	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013050	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013051	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013052	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013053	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013054	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013055	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013056	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013057	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013058	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000
013059	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	10000
013060	JOHN D. J.	JOHN, AL 36007	INDIVIDUAL	5000

CAPITAL
CONTRIBUTIONS

1975-1984
DATE

1975-1984
ADDRESS

10000

NOT APPLICABLE
IRA

5000

SINGLE OTHER
INDIVIDUAL

2000

NOT APPLICABLE
IRA

3000

NOT APPLICABLE
IRA

4000

SINGLE OTHER
INDIVIDUAL

4000

NOT APPLICABLE
IRA

3000

SINGLE OTHER
INDIVIDUAL

5000

SINGLE OTHER
INDIVIDUAL

10000

SINGLE OTHER
INDIVIDUAL

10000

NOT APPLICABLE
IRA

2000

NOT APPLICABLE
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NOT APPLICABLE
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NOT APPLICABLE
IRA

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SINGLE OTHER
INDIVIDUAL

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NOT APPLICABLE
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SCHEDULE A
PAGE NO: 3

CAPITAL
CONTRIBUTIONS

TYPE/FORM
2013-2014

2013-2014

291315003

TOTAL CONTRIBUTIONS

TOTAL INVESTED CAPITAL TO DATE

UNITED STATES

INVESTOR
ADDRESS

U.S. REM. SEC. FORM 990, LTD.
AS OF 12/31/99

INVESTOR NO.
INVESTOR NAME

*** END OF REPORT ***

1041 E 45th St

SCHEDULE A
PAGE NO: 2

LIMITED PARTNERS

REAL ESTATE INVESTMENT FUND, LTD.
12/31/86

CAPITAL
CONTRIBUTIONS

INVESTOR
ADDRESS

7500

OF APPLICABLE
TRUST

3603 MATHES PARK N.W.
ALBUQUERQUE, NM 87107

10000

STABLE JERER.
INDIVIDUAL

7013 UTTAVA N.E.
ALBUQUERQUE, NM 87110

1500

OF APPLICABLE
IRA

IRAC #00067433
P.O. BOX 5331 T.A.
DENVER, CO 80217

2500

OF APPLICABLE
IRA

IRA #3592
701-711 SOUTH WESTMORE
LOMBARD, IL 60148

150000

TOTAL CONTRIBUTIONS:

229,205.00

TOTAL INVESTED CAPITAL TO DATE:

END OF REPORT ***