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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN OCT 3 2005

THE
Shapiro
LAW FIRM

Kenneth W. Shapiro
kshapiro@lawshapiro.com

1776 N. Pine Island Road, Suite 308
Fort Lauderdale, Florida 33322
Telephone: 954-382-0088
Facsimile: 954-382-9008

September 22, 2005

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: 1776 Associates, Ltd.

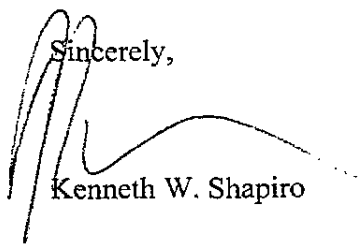
To Whom It May Concern:

Enclosed please find the following item in connection with 1776 Associates, Ltd.:

1. A check for \$52.50 representing the fee for filing an Amendment.
2. Certificate of Amendment.

If you have any questions or require additional information, please call.

Sincerely,



Kenneth W. Shapiro

KWS:hs
Enclosures

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT TO THE AMENDED
AND RESTATED LIMITED PARTNERSHIP AGREEMENT
AND CERTIFICATE OF LIMITED PARTNERSHIP OF
1776 ASSOCIATES, LTD.**

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TALLAHASSEE, FLORIDA

PARTNERSHIP NAME

The name of the limited partnership to which this document applies is 1776 Associates, Ltd.

DATE OF FILING CERTIFICATE OF LIMITED PARTNERSHIP

The original Agreement and Certificate of Limited Partnership of 1776 Associates, Ltd. was filed with the office of the Secretary of State for the State of Florida on May 2, 1985.

AMENDMENT

The Amended and Restated Limited Partnership Agreement and Certificate of Limited Partnership of 1776 Associates, Ltd., as previously amended, is hereby further amended as follows:

That portion of Schedule A to the foregoing document (and any amendments thereto) which lists as a limited partner Sigmund Goldblatt, Nominee, with an Ownership Percentage Interest of 6.25%, is hereby deleted and replaced with the following entries:

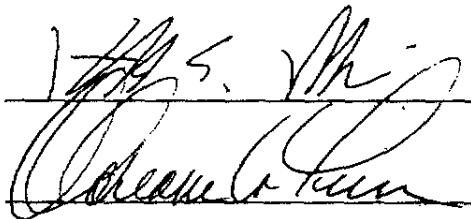
Goldblatt Family Limited Partnership:	5.21%
Sidney Steinman:	1.04%

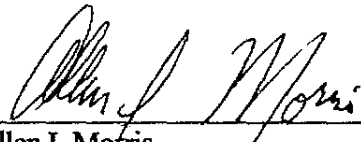
Effective as of December 17, 1999.

In all other respects, the Amended and Restated Limited Partnership Agreement and Certificate of Limited Partnership of 1776 Associates, Ltd., as previously amended, shall remain in full force and effect.

In witness whereof, the Managing General Partner has executed this Certificate of Amendment as of the 22nd day of September, 2005.

Witnesses:





Allen I. Morris,
Managing General Partner