

A 19 826

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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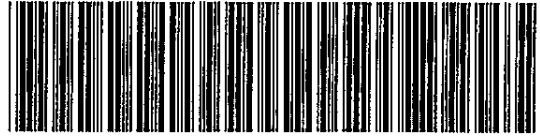
(Business Entity Name)

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CK

THE
Shapiro
LAW FIRM

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

Kenneth W. Shapiro
kshapiro@lawshapiro.com

November 29, 2005

Florida Secretary of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

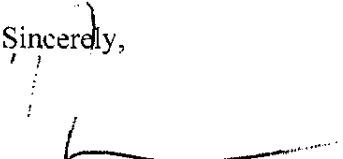
Re: 1776 Associates, Ltd. (document number A19826)

Dear Sir or Madam:

Enclosed please find a Certificates of Amendment for the above-referenced limited partnership, along with our check in the amount of \$52.50 to cover the filing fee for such amendment.

Please contact the undersigned with any questions or comments.

Sincerely,


Kenneth W. Shapiro

KWS:hs
Enclosures

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

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

By virtue of the November 16, 2005, resignation of Allen I. Morris as Managing General Partner, and the General Partners' unanimous designation on said date of Kenneth E. Morris as successor Managing General Partner, 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:

The reference to "Allen I. Morris" in Article 1.11 shall be deleted and replaced with "Kenneth E. Morris."

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. Nothing within this Amendment otherwise affects the status of Allen I. Morris as a General Partner.

In witness whereof, the undersigned have executed this Certificate of Amendment as of the 28 day of NOVEMBER, 2005.

Witnesses:

[Signature]
Korena Rivers
[Signature]
[Signature]

[Signature]
Kenneth E. Morris,
Managing General Partner

[Signature]
Allen I. Morris,
General Partner

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