

A19826

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

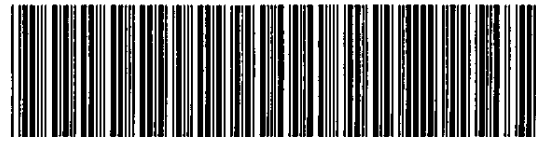
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 OCT 24 P 12:35

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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

October 19, 2006

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

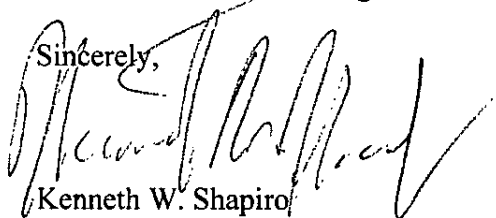
Re: 1776 Associates, Ltd. (document number A19826)

Dear Sir or Madam:

Enclosed please find two Certificates of Amendment for the above-referenced limited partnership, along with our check in the amount of \$105.00 to cover the filing fee for both amendments.

Please contact the undersigned with any questions or comments.

Sincerely,



Kenneth W. Shapiro

KWS:hs
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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:



Schedule A of the foregoing document is hereby amended to reflect that (i) the 5% interest held by Nathan Morris as a General Partner has been transferred and assigned by the Estate of Nathan Morris to Allen I. Morris, who now holds said 5% interest as a Special Limited Partner in addition to any other partnership interest he may hold), and (ii) by virtue of a prior assignment of general partner interest, the interest held by Allen I. Morris as a General Partner (which is separate from his interests as a Limited Partner and a Special Limited Partner) is 39.5% and the interest held by Kenneth E. Morris as a General Partner (which is separate from his interests as a Limited Partner) is 0.5%

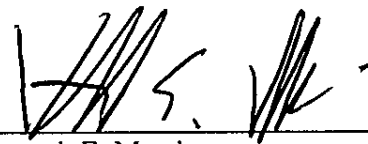
Effective as of date of filing with Secretary of State.

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 16 day of October, 2006.

Witnesses:


Kenneth E. Morris,
Managing General Partner