

A19826

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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

August 4, 2011

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

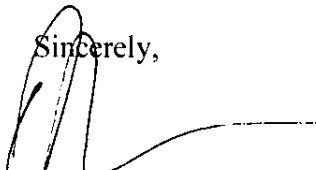
Re: 1776 Associates, Ltd. (document number A19826)

Dear Sir or Madam:

Enclosed please find a Certificate 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

**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

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

By virtue of various assignments, Schedule A of the Agreement is hereby amended to (i) delete all references to any ownership interest by Allen I. Morris, Dorothea Morris, and Allen I. and Dorothea Morris, and (ii) add the following ownership interests:

44.5% Special Limited Partner Interest, owned by The Allen I. Morris Revocable Trust dated December 13, 2004.

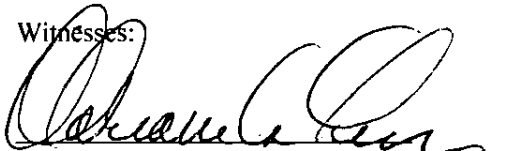

7.7093% Limited Partner Interest, owned by The Allen I. Morris Revocable Trust dated December 13, 2004.

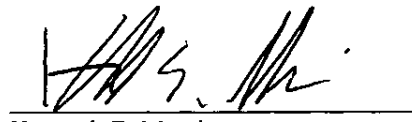
By virtue of the foregoing and the terms of the applicable assignments, The Allen I. Morris Revocable Trust dated December 13, 2004 is now an interest holder in the Partnership, but not a Limited Partner.

In all other respects, the Agreement, as previously amended, shall remain in full force and effect.

In witness whereof, the undersigned has executed this Certificate of Amendment as of the 4 day of AUGUST, 2011.

Witnesses:


Patricia A. DeSanti

Esther DeSanti


Kenneth E. Morris,
Managing General Partner

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