



A20481

ACCOUNT NO. : 072100000032

REFERENCE : 636991 80772A

AUTHORIZATION : Patricia Pujols

COST LIMIT : \$ 105.00

ORDER DATE : December 16, 1997

ORDER TIME : 10:20 AM

ORDER NO. : 636991-005

CUSTOMER NO: 80772A

500002973165--1

CUSTOMER: Huber R. Parsons, Esq
Huber R. Parsons, Esq
Brickell Center, Suite 601
799 Brickell Plaza
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: UNIVERSITY ASSOCIATES LIMITED

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 DEC 16 PM 1:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 DEC 15 AM 11:38
DIVISION OF CORPORATION

12/16/97

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
UNIVERSITY ASSOCIATES LIMITED**

FILED
97 DEC 16 PM 1:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership whose certificate was filed with the Florida Department of State on August 1, 1985, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Article II is hereby amended to read as follows:

"The name and address of the agent for service of process required to be maintained by Florida Statute Section 620.105 are: Stephen E. Brandon, 5761 Southwest 40th Street, Miami, Florida 33155."

SECOND: Article III is hereby amended to read as follows:

"The name of the general partners of the Partnership and the business addresses of each are as follows:

Brandon Investments, a Florida ~~limited~~ ^{general} partnership
5761 Southwest 40th Street
Miami, Florida 33155

G9403500021

B-M Investors, a Missouri general partnership
8900 State Line Road, Suite 333
Leawood, Kansas 66206

G94039900014

BBM Management, L.L.C., a Missouri limited liability company
c/o The Brandon Company
5761 Southwest 40th Street
Miami, Florida 33155."

M97000000844

THIRD: Article IV is hereby amended to read as follows:

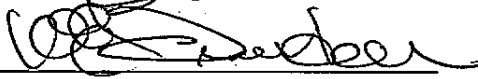
"The mailing address for the Partnership is 5761 Southwest 40th Street, Miami, Florida 33155."

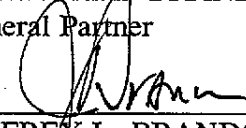
FOURTH: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

FIFTH: Signature(s)

Signature of current general partner:

BRANDON INVESTMENTS, a Florida
General Partnership

By: 
W. EDWARD BRANDON,
General Partner

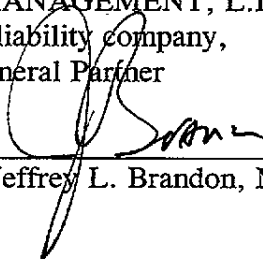
By: 
JEFFREY L. BRANDON,
General Partner

By: 
STEPHEN E. BRANDON,
General Partner

FILED
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TALLAHASSEE FLORIDA
SECRETARY OF STATE

Signature(s) of new general partner(s), if applicable:

BBM MANAGEMENT, L.L.C., a Missouri
limited liability company,
General Partner

By: 
Jeffrey L. Brandon, Manager