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Foreign Corp. File\_\_\_\_

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## THE SEVENTH AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF STIRLING PROPERTIES ASSOCIATES 1, LTD.

STIRLING PROPERTIES ASSOCIATES I, LTD, a limited partnership existing under laws of the State of Florida, pursuant to the provisions of FS 620.109 hereby amends its CERTIFICATE OF LIMITED PARTNERSHIP, originally filed with the Secretary of State on June 16, 1986, first amended on February 6, 1987, then amended on March 19, 1987, and next amended on July 19, 1991 effective as filed with the Secretary of State on July 25, 1991, then amended effective January 1, 1994 and filed with the Secretary of State on March 9, 1994; and then amended effective January 1, 1994 and filed with the Secretary of State of July 1, 1994, next amended December 31, 1996 and filed with the Secretary of State on January 28, 1997, as follows:

The following shall be withdrawn as Limited Partners:

Guigne, INC.
Valerie Jones
MRT Associates, Inc.
Raymond & Elia Sacre
Dr. Richard L. & Claire L. Smith

2) Paragraph 4 (b) shall be amended to read as follows:

Limited Partners: The following are the Limited Partners of the Partnership,

Patricia C. Alders
Dr. Richard H. & Patricia N. Bohn
N. J. Davis, Inc.
David S. Howell
David Hume
Herb Jones
Estate of Robert Kaplan
Douglas S. & Marsha L. Lyons
Nuway Equity Investments, Inc.
Jose C. & Ana E. Padron
Marta S. Weeks
Warren A. & Doris M. White
MMB Associates

SECRETARY OF SARTONS
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The foregoing Amendment to Certificate of Limited Partnership now on file is hereby adopted by all the members of the Limited Partnership, to be effective among the partners on August 31, 1995, and to become a provision of the Partnership Agreement and of the Certificate of Limited Partnership upon filing with the Secretary of State. The Certificate of Limited Partnership to remain unchanged in all other respects.

IN WITNESS WHEREOF the undersigned have executed the Certificate of Amendment at Miami, Florida as of the day of December, 1997.

**GENERAL PARTNER** 

FIRST FLORIDA PROPERTIES I, INC.

BY: 18 miller

B. E. Miller, President

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, personally appeared B.E. Miller, to me personally known to be the individual described in and who executed the foregoing instrument as President of the above named FIRST FLORIDA PROPERTIES I, INC., a corporation, and acknowledged to and before me that he executed such instrument as such President of said corporation, and that the seal affixed to the foregoing instrument is the corporate seal of the said corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal, this \_\_\_\_\_day of December, 1997.

Notary Public – State of Florida @ Large

Printed name of notary

My commission expires:

OIVISION OF COMPORATIONS

SECRETARY OF STATE DIVISION OF CORPORATIONS