

A23838



ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

FILED  
99 APR - 1 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 30, 1999

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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-04/01/99--01049--002  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Attention: Limited Partnership Department

Re: West 15th Street Associates, Ltd.

Dear Sir or Madam:

I am enclosing original Certificate of Amendment to Certificate of Limited Partnership for West 15th Street Associates, Ltd., to be filed with the Florida Department of State. I am also enclosing our firm's trust account check in the amount of Fifty-Two Dollars & 50/100 (\$52.50) for said filing.

Should you have any questions, please do not hesitate to contact us.

Sincerely,

Cindy T. Hartman

Cindy T. Hartman,  
Assistant to Richard K. Barra

Enclosures

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Name	AL45
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
for  
WEST 15<sup>TH</sup> STREET ASSOCIATES, LTD.**

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 December 17, 1986, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s):

The second paragraph of the Amendment to Partnership Agreement of West 15<sup>th</sup> Street Associates dated November 16, 1986, the certificate of which was filed December 17, 1986, and Article 3, Section 3.5 Certain Definitions, are hereby amended as follows:

H. Bradley Ganther previously transferred his general partnership interest in West 15<sup>th</sup> Street Associates to Ganther Holdings Limited Partnership. Ganther Holdings Limited Partnership, a Nevada limited partnership, is no longer General Partner of West 15<sup>th</sup> Street Associates, Ltd. having transferred, assigned and conveyed all its general partnership interests to West 15<sup>th</sup> Street Associates, Ltd. H. B. Ganther, as Trustee for Paul H. Ganther, is no longer a Limited Partner of West 15<sup>th</sup> Street Associates, having transferred, assigned and conveyed its limited partnership interest to West 15<sup>th</sup> Street Associates, Ltd. Any references in the partnership agreement to General Partner will henceforth refer solely to James E. Davis, the sole remaining General Partner. Based upon the agreement of the General Partner and all remaining limited partners, the partnership interests of each have been reallocated and reassigned as set forth in this Certificate of Amendment to Certificate of Limited Partnership.

5.1 General Partners. The name and address of the General Partner is:

<u>Name</u>	<u>Address</u>
James E. Davis	13188 Flamingo Terrace Lake Park, FL 33401

5.2 Limited Partners. The names and addresses of the Limited Partners are:

Greta Faigen, Edward Kaplan and Warren Miller as Trustees of the George Faigen Trust	P.O. Box 983 Palm Beach, FL 33480
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TALLAHASSEE, FLORIDA

Russell E. Pope

200 Wynmer Way  
Seneca, SC 29678

Roland Ricci

2800 Park Avenue  
Singer Island, FL 33404

David Bogue

230 Juno Street  
Jupiter, FL 33458

Holly J. Slater

70 Hidden Lake Drive  
Stockbridge, GA 30281

- 6.3. Partnership Percentages. The Partnership Percentage Interest of each Partner in the assets, liabilities, profits and losses of the Partnership shall be as follows:

<u>Partner</u>	<u>Partnership Percentage</u>
James E. Davis	49.50
Greta Faigen, Edward Kaplan and Warren Miller, as Trustees of the George Faigen Trust	31.72
Russell E. Pope	6.06
Roland Ricci	4.24
David Bogue	4.24
Holly J. Slater	4.24

7. Allocation of Net Profits and Losses. Except as provided in Section 6.3, the net profits and net losses of the Partnership as determined for Federal Income Tax purposes for each accounting year of the Partnership shall be allocated among the Partners, General and Limited, as follows:

<u>Partner</u>	<u>Allocation</u>
James E. Davis	49.50
Greta Faigen, Edward Kaplan and Warren Miller, as Trustees of the George Faigen Trust	31.72
Russell E. Pope	6.06
Roland Ricci	4.24
David Bogue	4.24
Holly J. Slater	4.24

SECOND: This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures:

Signature of current general partner:

  
JAMES E. DAVIS

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