

A25692

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Please refer to our file number:
34-12

Writer's direct line:
(941) 364-2729
Reply to: Sarasota

July 27, 1998.

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-07/29/98--01032--001
***105.00 ***105.00

Re: Post Office Associates, Ltd.

Dear Sir or Madam:

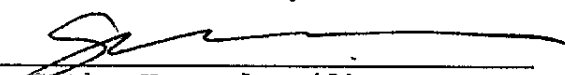
Enclosed please find original and duplicate **Amendment** to Limited Partnership for the referenced Partnership, together with a check in the amount of \$105.00 to cover the following:

Filing of the Amendment	\$52.50
Certified copy of the Amendment	52.50

Please return the certified copy of the Amendment to the undersigned.

Very truly yours,

JWW:gkm:gmk
Enclosures


Gatha Kennedy Milhorn
Corporate Paralegal

(JWW:gkm\34-12\Ltd Amd.SOS)

#270634.1

Name	MGH
Availability	MGH
Document	MGH
Examiner	MGH
Updater	MGH
Updater	MGH
Verifier	MGH
Acknowledgement	MGH
W. P. Verifier	MGH

A25692

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**SECOND AMENDMENT TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF
POST OFFICE ASSOCIATES, LTD.,
a Florida limited partnership**

The undersigned, constituting the general partners of POST OFFICE ASSOCIATES, LTD., a Florida limited partnership, whose Certificate of Limited Partnership was filed with the Secretary of State, State of Florida on December 29, 1987, hereby amends said Certificate of Limited Partnership of POST OFFICE ASSOCIATES, LTD., a Florida limited partnership, as follows:

1. Paragraph 2.1(a) is hereby amended to read as follows:

General Partner. The term "General Partner" shall mean N. J. OLIVIERI and BAND FAMILY PARTNERSHIP, LTD., a Florida limited partnership, or any other person or entity admitted as a General Partner by consenting to be bound by the terms of this Agreement. A General Partner may be both a General Partner and a Limited Partner. The address of each General Partner is: N. J. Olivieri, 1937 Golf Street, Sarasota, Florida 34236 and Band Family Partnership, Ltd., 240 S. Pineapple Avenue, 10th floor, Sarasota, Florida 34236. P97000075245

2. Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

3. The execution of this Certificate by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, pursuant to Paragraph 10.5 of the Partnership Agreement, the undersigned general partners of the partnership have consented to the execution of this Amendment to the Certificate of Limited Partnership of POST OFFICE ASSOCIATES, LTD., a Florida limited partnership below, on this 9th day of July, 1998.

WITNESSES:

Mike Hodgkinson
Print Name MIKE HODGKINSON

Jane A. Main
Print Name JANE A. MAIN

By: NJO

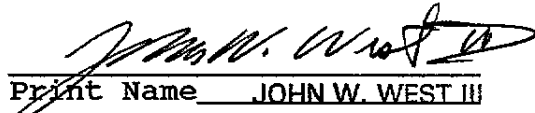
N. J. OLIVIERI


"GENERAL PARTNER"

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DIVISION OF CORPORATIONS
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BAND FAMILY PARTNERSHIP, LTD.,
a Florida limited partnership

By: DSB, Inc.,
a Florida corporation
its general partner


Print Name JOHN W. WEST III

By: 
David S. Band
its President


Print Name DEBRA L. FINEHOUT

"GENERAL PARTNER"

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