



THE UNITED STATES
CORPORATION
COMPANY

A27650

ACCOUNT NO. : 072100000032

REFERENCE : 496846 4300043

AUTHORIZATION :

Patricia Project

COST LIMIT : \$ 105.00

ORDER DATE : August 14, 1997

ORDER TIME : 11:11 AM

ORDER NO. : 496846-025

CUSTOMER NO: 4300043

500002268475--2

CUSTOMER: Alan S. Cohen, Esq
Proskauer Rose LLP
1585 Broadway

New York, NY 10036-8299

DOMESTIC AMENDMENT FILING

NAME: A R A PROPERTIES NO. 5, LTD.

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: Warren Whittaker

EXAMINER'S INITIALS:

8/15/97

BK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 15 PM 2:01

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
A R A PROPERTIES NO. 5, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 AUG 15 PM 2:01

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on December 28, 1988 adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendments: The Certificate of Limited Partnership is amended by deleting Articles II, III and IV of the Certificate of Limited Partnership in their entirety and inserting the following in their place:

" II

Name and Address of Registered Agent

The name and address of the agent and the office for service of process of the limited partnership shall be:

Peter Lawrence Commercial Real Estate, Inc.
4710 Eisenhower Blvd.
Suite C-1
Tampa, Florida 33634-6334

III

General Partners

The name and address of each general partner of the Partnership is as follows:

Crenshaw Properties, Inc.	c/o Peter Lawrence Commercial Real Estate, Inc.
	4710 Eisenhower Blvd.
	Suite C-1
	Tampa, Florida 33634-6334

IV

Location of Principal Place of Business and Mailing Address

The limited partnership's principal place of business and mailing address shall be:

c/o Peter Lawrence Commercial Real Estate, Inc.
4710 Eisenhower Blvd.
Suite C-1
Tampa, Florida 33634-6334"

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

THIRD: Signature(s)
Signature of current general partner:

Crenshaw Properties, Inc.

By: 

Allan Abrams, President

Signature of agent for service of process:

Peter Lawrence Commercial Real Estate, Inc.

By: 

Allan Abrams, President

FILED
SECRETARY OF CORPORATIONS
DIVISION
AUG 15 PM 2:01