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Account Name : BROAD AND CASSEL (BOCA RATON)

Account Number: 076376001555 Phone: (561)483-7000

Phone : (561)483-7000 Fax Number : (561)483-7321 02 0CT | 4 PH 3: 18

LIMITED PARTNERSHIP AMENDMENT

BOCA PIER ASSOCIATES, LTD.

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Fax Audit Number: <u>H02000211901 2</u>

AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

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BOCA PIER AS**50**CIATES, LTD. a Florida limited partnership

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The undersigned, as the new general partner of Boca Pier Associates, Ltd., a Florida limited partnership, for the purpose of amending and restating its Certificate of Limited Partnership pursuant to Section 620.109, Florida Statutes, hereby certifies that its Certificate of Limited Partnership is amended and restated as follows:

- 1. The name of the limited partnership is Boca Pier Associates, Ltd. (the "Partnership").
- 2. The address of the office of the Partnership is 7777 Glades Road, Suite 310, Boca Raton, Florida, 33434.
- 3. The name and address of the agent for service of process on the Partnership is Robert J. Schmier, 7777 Glades Road, Suite 310, Boca Raton, Florida, 33434.
- 4. The name and business address of the partnership's sole general partner is Boca Pier Associates, Inc., 7777 Glades Road, Suite 310, Boca Raton, Florida, 33434.
- 5. The mailing address of the Partnership is 7777 Glades Road, Suite 310, Boca Raton, Florida, 33434.
 - 6. The latest date upon which the Partnership will dissolve is December 31, 2057.

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

This Certificate of Limited Partnership has been executed by the sole General Partner of the Partnership this //// day of October, 2002.

GENERAL PARTNER:

BOCA PIER ASSOCIATES/INC., a Florida

corporation

Robert J. Schmier, President

102374

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