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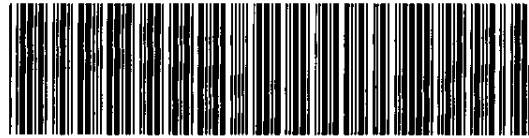
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10 DEC -2 PM 3:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Sterling Associates Limited Partnership  
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

David J. Glauberman  
Contact Person  
Sterling Associates Limited Partnership  
Firm/Company  
5885 SW 118th Street  
Address  
Coral Gables, FL 33156  
City, State and Zip Code  
sgallc@comcast.net  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David J. Glauberman at ( 305 ) 669-9818  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee    ☐ \$61.25 Filing Fee and Certificate of Status    ☒ \$105.00 Filing Fee and Certified Copy    ☐ \$113.75 Filing Fee, Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

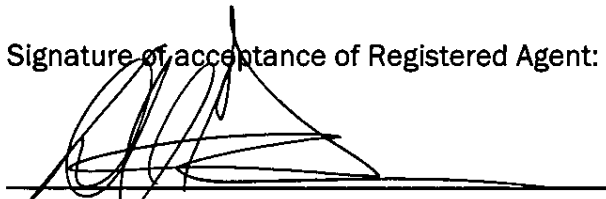
**AMENDED AND RESTATED**  
**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**STERLING ASSOCIATES LIMITED PARTNERSHIP**

**FILED**  
**10 DEC -2 PM 3:12**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Effective as of January 1, 2011, pursuant to the provisions of section 620.1202, Florida Statutes, Sterling Associates Limited Partnership, a Florida limited partnership whose original certificate of limited partnership was filed with the Florida Department of State on March 27, 1989 and amended by certificates filed with the Florida Department of State on January 15, 1991, January 4, 2002 and January 25, 2006 hereby adopts and files this Amended and Restated Certificate of Limited Partnership.

1. The name of the limited partnership is **Sterling Associates Limited Partnership.**
2. The business address of the limited partnership is **5885 SW 118<sup>th</sup> Street, Coral Gables, FL 33156.**
3. The name and address of the agent for service of process in the State of Florida is **David J. Glauberman, 5885 SW 118<sup>th</sup> Street, Coral Gables, FL 33156.**

4. Signature of acceptance of Registered Agent:

  
\_\_\_\_\_  
David J. Glauberman

5. The name and business address of the general partner are as follows:

**NAME**

**ADDRESS**

**David J. Glauberman**

**5885 SW 118<sup>th</sup> Street  
Coral Gables, FL 33156**

6. Amy S. Hirsch of 1643 Brickell Avenue, Miami, FL 33129 dissociated as a general partner effective December 31, 2010.
7. The mailing address for the limited partnership is PO Box 452605, Miami, FL 33245-2605.

Under penalties of perjury, the undersigned hereby declare that they have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

Signed this 1<sup>st</sup> day of December 2010.

By: 

David J. Glauberman, General Partner