

A29179
LARREA
&
ORTEGA

ATTORNEYS AT LAW

May 22, 1998

SECRETARY OF STATE
Division of Corporations
Attention: PARTNERSHIPS
409 East Gaines Street
Tallahassee, Florida 32399

Re: AMERICAN EQUITIES LTD. NO. 6

Dear Sir or Madam:

Enclosed please find our check in the amount of \$105.00 as payment for **filing** the enclosed Certificate of Amendment and for obtaining a **certified copy**.

Please return the certified copy to our office.

Thank you,

LARREA & ORTEGA

Larrea/O. w.

Linda Larrea
For the firm

LL/vw

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
AMERICAN EQUITIES LTD. NO. 6**

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 October 31, 1989, which was amended by Certificates filed October 9, 1991, February 23, 1995, and December 11, 1995, adopts the following certificate of amendment to its Certificate of Limited Partnership.

FIRST: Amendments: The following Article shall be added to the Certificate of Limited Partnership:

"14. Notwithstanding anything to the contrary in the Limited Partnership Agreement, the sole purpose of the Partnership is to acquire, own, hold, maintain and operate "The Shoppes of Wilton Manors" Shopping Center located at 2200-2292 Wilton Drive, Wilton Manors, Florida 33305 (the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. Notwithstanding anything contained herein to the contrary, the Partnership shall not engage in any business, and it shall have no purpose, unrelated to the Property and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the purposes of the Partnership."

SECOND: Effective Date: This certificate of amendment shall be effective as of the date of this Certificate.

THIRD: Signature: The undersigned, being the sole current general partner has hereunto set its hand and seal as of the 15th day of May, 1998.

Upside, Inc.

By: Amada Lopez-Cantera
Print Name: Amada Lopez-Cantera
Title: Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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