

A29450

00308-00785-01069 52.50 + 526.25

5/11/01 CORPORATE DETAIL RECORD SCREEN 10:27 AM
 NUM: A29450 ST: FL ACTIVE/FL LP FLD: 01/02/1990
 LAST: CONTRIBUTION CHANGE FLD: 10/29/1997
 ACT CONT: 512,159.00 FEI#: 59-2980040
 NAME : FC SQUARE LTD.
 PRINCIPAL: 3750 US 27 NORTH, SUITE 1D CHANGED: 02/04/97
 ADDRESS SEBRING, FL 33870
 MAILING : 136 S. RIDGEWOOD DRIVE CHANGED: 02/04/97
 ADDRESS SEBRING, FL 33870-3336
 RA NAME : BOBBY FULCHER NAME CHG: 02/12/91
 RA ADDR : 4400 SEBRING AVE ADDR CHG: 10/29/97
 SEBRING, FL 33872 US
 ANN REP : (1998) I 10/29/97 (1999) I 12/22/98 (2000) I 03/01/00

FILED
 JUN - 1 PM 2:58

1. MENU, 3. PARTNERS, 4. EVENTS
 ENTER SELECTION AND CR:

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 14, 2001

FC SQUARE LTD.
136 S. RIDGEWOOD DRIVE
SEBRING, FL 33870-3336

SUBJECT: FC SQUARE LTD.
Ref. Number: A29450

We have received your document for FC SQUARE LTD. and check(s) totaling \$526.25. However, your check(s) and document are being returned for the following:

The fee to file the Amendment is \$52.50 and the fee to file the UBR is \$526.25, totaling \$578.75.

There is a balance due of \$52.50.

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Registration/Qualification Section
Division of Corporations Letter Number: 801A00029238

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SECOND AMENDMENT TO
THE LIMITED PARTNERSHIP AGREEMENT
OF
FC SQUARE LTD., DATED DECEMBER 22, 1989

This is an Amendment to the Limited Partnership Agreement of FC Square Ltd., dated December 22, 1989.

WHEREAS, Boniface DeBlasio, the sole general partner, died on January 7, 2001; and

WHEREAS, Conrad DeBlasio and Denise DeBlasio are duly appointed co-personal representatives of the Estate of Boniface DeBlasio; and

WHEREAS, Conrad DeBlasio and Denise DeBlasio are the sole heirs and beneficiaries of the Estate of Boniface DeBlasio; and

WHEREAS, under Article 12.01 of the Agreement, the remaining limited partners, Conrad DeBlasio and Denise DeBlasio, will receive the units owned by Boniface DeBlasio and are willing to act as general partners,

NOW THEREFORE, Article 2.04 is hereby amended to read as follows:

"1. The general partners of this Partnership are:

Denise DeBlasio
11 Page Drive
Red Bank, NJ 07701

Conrad DeBlasio
29 Joseph Street
South River, NJ 08882

There are no other general partners of this Partnership and no other person or entity has any right to take part in the active management of the business affairs of the Partnership.


2. The names and addresses or places of residence of limited partners of this Partnership are set forth in Exhibit A, attached hereto and made a part hereof. There are no other limited partners to the Partnership other than those listed in the attached Exhibit A.

3. The registered agent shall be J. Michael Swaine; registered office shall be located at 425 South Commerce Avenue, Sebring, FL 33870.

The remaining provisions of the Partnership Agreement for FC Square Ltd. shall remain unchanged.

AGREED TO this 26th day of April, 2001.


Denise DeBlasio, General Partner


Conrad DeBlasio, General Partner