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- 44.

SECOND AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned general partner represents that it has formed a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (the "Act"), it has duly executed this Second Amended and Restated Certificate of Limited Partnership pursuant to Section 620.109 of the foregoing Act in place of the Amended and Restated Certificate of Limited Partnership filed on November 19, 1997, which amends and restates the original Certificate filed November 6, 1990, as follows:

I. Name

The name of the limited partnership is Davie Plaza Limited Partnership.

II. Records of the Partnership

The address of the office in Florida at which place the records of the Partnership shall be maintained is as follows:

c/o Konover & Associates South, Inc. 7000 West Palmetto Park Road, Suite 408 Boca Raton, Florida 33433

III. <u>Registered Agent</u>

The address of the registered office of the partnership and the name of the registered agent for service of process located at that office is as follows:

Maria S. Ashenfelter c/o Konover & Associates South, Inc. 7000 West Palmetto Park Road, Suit 408 Boca Raton, Florida 33433

IV. General Partner

The names and business address of the general partner of the partnership is as follows:

Konover Mobile, Inc.
c/o Konover & Associates South, Inc.
7000 W. Palmetto Park Road
Suite 408
Boca Raton, FL 33433

V. Mailing Address

The mailing address of the partnership is as follows:

c/o Konover & Associates South, Inc. 7000 West Palmetto Park Road, Suite 408 Boca Raton, Florida 33433

VI. <u>Dissolution</u>

The latest date on which the partnership is to dissolve is December 31, 2020.

VII. Contributions

A Supplemental Affidavit of Capital Contribution declaring the amount of initial and supplemental contributions of the limited partners and general partner is annexed hereto and made a part hereof as Exhibit "A".

WHEREFORE, the undersigned General Partner of the Partnership has executed this Second Amended and Restated Certificate of Limited Partnership on this 39 day of December, 1997, and hereby affirms under the penalties of perjury in his capacity as president of Konover Mobile, Inc., that the facts stated under the within and foregoing Second Amended and Restated Certificate of Limited Partnership are true and correct.

Konover Mobile, Inc., a Florida corporation

Fred P. Steinmark

President

STATE OF FLORIDA)
COUNTY OF PALM BEACH	: ss.
December, 1997, by Fred P. Ste	nt was acknowledged before me this 27th day of inmark, President of Konover Mobile, Inc., a Florida corporation. He is personally known to me or has
produced	as identification.
	alexo adelhoff
	Notary Public
	Name of Notary Printed:
My commission expires:	(NOTARY SEAL)
My commission number is:	ARLENE ADELKOPF COMMISSION # CC 505091 EXPIRES OCT 24, 1989 BONDED THRU ATLANTIC BONDING CO., INC.

LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 620.105, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT Davie Plaza Limited Partn	ership
WITH ITS PLACE OF BUSINESS AT	Vo Konover & Associates South, Inc. West Palmetto Park Road, Suite 408
Boca	Raton, Florida 33433
HAS NAMED Maria S. Ashenfelter	
LOCATED AT c/o Konover & Associates	
7000 West Palmetto Park R	oad, Suite 408
Boca Raton, Florida 33433	
CITY OF Boca Raton	, STATE OF FLORIDA, AS
ITS AGENT TO ACCEPT SERVICE OF	PROCESS WITHIN FLORIDA.

Maria S. Ashenfelter

Having been named to accept Service of Process for the above stated Limited? Partnership, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations? of section 620.192, Florida Statutes.

Maria S. Ashenfelter

Dated: December 29, 1997

STATE OF FLORIDA

) SS:

COUNTY OF PALM BEACH

The foregoing affidavit was acknowledged before me this day of December, 1997, by Maria S. Ashenfelter, who is personally known to me or has produced as identification.

Notary Public State of Florida

My Commission Expires:

STAN OF STAN O

ARLENE ADELKOPF
COMMISSION # CC 505091
EXPIRES OCT 24, 1999
BONDED THRU

FTL1-270578.2

EXHIBIT "A"

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTION

BEFORE ME, the undersigned authority, personally appeared, Fred P. Steinmark, as President of Konover Mobile, Inc., ("General Partner") the general partner Davie Plaza Limited Partnership, a Florida limited partnership (the "Partnership"), who, upon being sworn, certified as follows:

- 1. The amount of initial capital contribution of the partners was \$250,000.00.
- 2. To date capital contributions of the limited partners have not exceeded the anticipated amount listed in the original affidavit of capital contributions filed with respect to the Partnership, pursuant to Florida Statutes Section 620.108.
- 3. The amount of capital contributions to date of the general partner and limited partners remains \$250,000.00, and no contributions are anticipated to exceed the amount listed in the original affidavit.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury the undersigned declares that, in his capacity as president of Konover Mobile, Inc., he has read the foregoing and the facts alleged are true, to his best knowledge and belief.

KONOVER MOBILE, INC.

Fred P. Steinmark

President

December 21, 1997

STATE OF FLORIDA)		
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COUNTY OF PALM BEACH)		OF SOR
SWORN TO AND SUBSO	RIBED before me th	his <u>29</u> day of Decer	nber <u> </u>
by Fred P. Steinmark, as Presid	ent of Konover Mob	ile, Inc., a Florida (corporations of
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Notary Public State of Florida

My Commission Expires:



as identification.

ARLENE ADELKOPF
COMMISSION # CC 506091
EXPIRES OCT 24, 1999
BONDED THRU
ATLANTIC BONDING CO., INC,

FTL1-271790.2