



# A32703

ACCOUNT NO. : 072100000032  
REFERENCE : 280224 4303929  
AUTHORIZATION :  
COST LIMIT : \$ 105

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 MAR -4 PM 4:07

ORDER DATE : March 4, 1997

ORDER TIME : 9:28 AM

ORDER NO. : 280224-010

CUSTOMER NO: 4303929

200002103632--0

CUSTOMER: Ms. Sheryl C. Vainstein  
Greenberg Traurig Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: W/L GB ASSOCIATES, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

3/4/97

BK

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
W/L GB ASSOCIATES, LTD.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1993), and §620.109 of the Florida Statutes, the undersigned, being the General Partner of W/L GB ASSOCIATES, LTD., does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is W/L GB ASSOCIATES, LTD.
2. The date of filing of the original Certificate of Limited Partnership was **March 19, 1992** under Document #A32703.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect the addition of GB (MIAMI) OPERATING CORPORATION, a Delaware corporation as another General Partner of the Limited Partnership, so that the General Partners of the Limited Partnership are now:

**W/L GB, INC., a Florida corporation, and  
GB (MIAMI) OPERATING CORPORATION, a Delaware corporation.**

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Amendment to Certificate of Limited Partnership on the 22 day of February, 1997.

GENERAL PARTNERS:

CURRENT GENERAL PARTNER:

GB (MIAMI) OPERATING  
CORPORATION  
10777 Westheimer, Ste. 1000  
Houston, TX 77042

W/L GB, INC. a Florida corporation

By: 

President

NEW GENERAL PARTNER:

GB (MIAMI) OPERATING CORPORATION, a  
Delaware corporation

By: 

President