

12/07/2009 10:14 FAX 305789-3395

STEARNS WEAVER MILLER

001/004

Division of Corporations

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A93000001082

Florida Department of State
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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
RT WALDEN ASSOCIATES, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$105.00

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DEC - 8 2009

EXAMINER

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
RT WALDEN ASSOCIATES, LTD.**

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Pursuant to the provisions of Section 620.109 of the Florida Statutes, RT WALDEN ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), whose certificate was filed with the Florida Department of State on October 19, 1993, under Document Number A93000001082, adopts the following Certificate of Amendment to Certificate of Limited Partnership:

1. Paragraph No. 4 is amended to read as follows:

4. The name and address of the General Partner of the Partnership is:

RAP FL, LLC # M03000003760
60 Columbus Circle
New York, NY 10023

2. This Certificate of Amendment shall be effective at the time of filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, as General Partners of the Partnership, have signed this Certificate of Amendment to Certificate of Limited Partnership as of the 7th day of December, 2009.

TACOLCY WALDEN POND, INC., a Florida corporation, Withdrawing General Partner

By:

Carol Gardner
Carol Gardner, President

RAP FL, LLC, a Delaware limited liability company, General Partner

By:

Mark E. Carbone, Vice President

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IN WITNESS WHEREOF, the undersigned, as General Partners of the Partnership, have signed this Certificate of Amendment to Certificate of Limited Partnership as of the 7th day of December, 2009.

TACOLCY WALDEN POND, INC., a Florida corporation, Withdrawing General Partner

By: _____
Carol Gardner, President

RAP FL, LLC, a Delaware limited liability company, General Partner

By: Mark E. Carbone
Mark E. Carbone, Vice President

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