

Rita M. Burdo 561.833.2410 rburdo@sonnenschein.com

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Short Hills, N.J. St. Louis

Washington, D.C.

West Palm Beach

FEDERAL EXPRESS

Division of Corporations Secretary of State 409 E. Gaines Street Tallahassee, FL 32399

Re:

Indrio Place, Ltd.

Dear Sir or Madam:

A93-1143

Enclosed for filing please find original and one copy of Certificate of Amendment of Certificate of Limited Partnership of Indrio Place, Ltd., as well as our firm's check in the amount of \$52.50 and a self-addressed stamped envelope in which to return a file-stamped copy of the Certificate.

Thank you for your assistance in this matter. If you have any questions or comments placed not hesitate to contact me.

Very truly yours,

Rita M. Burdo, Legal Assistant MITCHELL D. SCHEPPS

enclosures

cc: Mr. Paul Rhodes (w/enc.)
Rhodes-Indrio Place, Ltd.-FL SOS.ltr.wpd

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CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF LIMITED PARTNERSHIP

OF

INDRIO PLACE, LTD.

Pursuant to the provisions of section 620.109, Florida Statutes, INDRIO PLACE, LTD., a Florida limited partnership (the "Partnership"), whose certificate was filed with the Florida Department of State on November 3, 1993, adopts the following Certificate of Amendment to its Certificate of Limited Partnership.

FIRST: INDRIO PLACE, LLC is hereby withdrawn as General Partner of the Partnership. PAUL RHODES, whose address is 500 Australian Avenue South, Suite 110, West Palm Beach, Florida 33401, is hereby admitted as the new General Partner.

PAUL RHODES