40000000

ACCOUNT NO.

072100000032

REFERENCE

645122

87551A

AUTHORIZATION

COST LIMIT

105.00

ORDER DATE: December 22, 1997

ORDER TIME :

3:01 PM

600002382286--

ORDER NO.

: 645122-005

CUSTOMER NO: 87551A

CUSTOMER:

Joan V. Dalie, Legal Asst

Lawrence B. Juran, Pa

Suite 1000

3801 Pga Boulevard

Palm Beach Gard, FL

DOMESTIC AMENDMENT FILING

NAME:

WEST TOWER INVESTORS, LTD.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE
Please give original Sandra B. Mortham
Submission date as file date Secretary of State
December 23, 1997

CSC

ATTN: CINDY HARRIS TALLAHASSEE, FL

SUBJECT: WEST TOWER INVESTORS, LTD.

Ref. Number: A9400000054

We have received your document for WEST TOWER INVESTORS, LTD. and the authorization to debit your account in the amount of \$105.00. However, the document has not been filed and is being returned for the following:

The enclosed annual report or reinstatement must be filed and the appropriate fee submitted before your document can be filed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning Corporate Specialist

Letter Number: 197A00060149

West Tower Equity Corporation 3801 PGA Boulevard, Suite #1000 Palm Beach Gardens, FL 33410

ON OFFICE PARCY OF THE 20

December 19, 1997

Secretary of State of Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: West Tower Equity Corporation (the "Corporation")

Dear Sir or Madam:

Please change you records to reflect the following change of address for the Corporation:

West Tower Equity Corporation 3801 PGA Boulevard, Suite #1000 Palm Beach Gardens, FL 33410

Very truly yours,

Patrick I. DiSalv Vice President

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF WEST TOWER INVESTORS, LTD.



Pursuant to the provisions of Section 620.109, Florida Statutes, this Florida limited partnership, whose Certificate was filed with the Florida Department of State on January 7, 1994, and amended by Certificate of Amendment filed February 22, 1994, adopts the following Certificate of Amendment to its Certificate of Limited Partnership:

FIRST:

Article 2 is hereby amended to change the address of the Partnership to:

3801 PGA Boulevard, Suite 1000 Palm Beach Gardens, FL 33410

SECOND: Article 3 is hereby amended to as follows:

Starr Sanders Johnson- Dallas, Inc., a Texas corporation is hereby deleted as a general partner.

Dallas W-T Equity Corporation, a Florida corporation is hereby added as a new general partner.

The address of both General Partners is:

3801 PGA Boulevard, Suite 1000 Palm Beach Gardens, FL 33410

THIRD: Article 4 is hereby amended to change the mailing address of the Partnership to:

3801 PGA Boulevard, Suite 1000 Palm Beach Gardens, FL 33410

FOURTH: The address of the Registered Agent for the Partnership, Lawrence B. Juran, is hereby changed to:

3801 PGA Boulevard, Suite 1000 Palm Beach Gardens, FL 33410

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FIFTH: This Certificate of Amendment shall be effective at the time of its filing with the Department of State.

WEST TOWER EQUITY CORPORATION, a Florida corporation, general partner

By:

Patrick J. DiSalvo Vice President

DALLAS W-T EQUITY COPORATION, a Florida corporation, general partner

Rv.

Patrick J. DiSalvo Vice President

STATE OF FLORIDA)
COUNTY OF PALM) ss:

I HEREBY CERTIFY that on this ________ day of December, 1997, before me, personally appeared Patrick J. DiSalvo, the Vice President of WEST EQUITY CORPORATION, a Florida corporation, general partner of WEST TOWER INVESTORS, LTD., a Florida limited partnership, to me known to be the person described in and who executed the foregoing instrument. He/she acknowledged before me that he/she executed the same on behalf of said partnership. He/she is _____ personally known to me or _____ has produced ______ as identification.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Joan V. Dalie
MY COMMISSION # CC656228 EXPIRES
July 5, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

ONSERVED PARTIES

STATE OF FLORIDA
) ss:

COUNTY OF ALM BEACH
)

I HEREBY CERTIFY that on this ______ day of December, 1997, before me, personally appeared Patrick J. DiSalvo, the Vice President of DALLAS W-T EQUITY

CORPORATION, a Florida corporation, general partner of WEST TOWER INVESTORS, LTD., a Florida limited partnership, to me known to be the person described in and who executed the foregoing instrument. He/she acknowledged before me that he/she executed the same on behalf of said partnership. He/she is personally

NOTARY PUBLIC, STATE OF FLORIDA

as identification.

My Commission Expires:

known to me or has produced

