

11/18/97 CORPORATE DETAIL RECORD SCREEN 8:39 AM
 NUM: A94000000068 ST:FL ACTIVE/FL LP FLD: 01/11/1994
 ACT CONT: 1.00 FEI#: 65-0467438
 NAME : MAGNUM EAST COAST PROPERTIES, LTD.
 PRINCIPAL: 1300 NE 48TH ST.
 ADDRESS : POMPAÑO BEACH, FL 33064
 RA NAME : FREDERICO, JAMES NAME CHG: 01/03/96
 RA ADDR : 1280 NE 48TH ST.
 POMPAÑO BEACH, FL 33064 US
 ANN REP : (1995) I 01/10/95 (1996) I 01/03/96 (1997) I 02/04/97

A94000000068

1. MENU, 3. PARTNERS

600002354626-4
 -11/21/97-01101-020
 *****52.50 *****52.50

ENTER SELECTION AND CR:

FILED
 97 NOV 18
 PM 3:30
 TALLAHASSEE, FLORIDA

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Acknowledgement	DCC
W. P. Verifier	DCC

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C. TAX _____
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 R. AGENT FEE _____
 C. COT _____
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 EX. COT _____
 REFUND _____

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

MAGNUM EAST COAST PROPERTIES, L.T.D.

DOCUMENT # A94000000068

FEI-65-0467438

(inset name currently on file with Florida Dept. of state)

FILED
97 NOV 18 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 1 - 11 - 94, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment(s): (Indicate article number(s) being amended, added, or deleted)

#11 - MAGNUM PROPERTY DEVELOPMENT CORPORATION

P9300000 52210

#11A - 1280 NE 48TH STREET

#11B - POMPANO BEACH, FL 33064

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.


THIRD: Signature(s)

Signature of current general partner:

 Present

MAGNUM WORLD ENTERPRISES, INC.

Signature(s) of new general partner(s), if applicable:

 Present

MAGNUM PROPERTY DEVELOPMENT CORPORATION

- Filing fee: \$52.50

**NOTICE OF WITHDRAWAL,
APPOINTMENT OF SUCCESSOR GENERAL PARTNER
AND TRANSFER OF PARTNERSHIP INTEREST IN
MAGNUM EAST COAST PROPERTIES, LTD.**

This Agreement is made and executed this 4th day of June 1997, by and among **Osiris Ramos, James Frederico, Albert DiMaria, Magnum World Enterprises, Inc. and Magnum Property Development Corporation** (Florida corporations) and shall be effective as of the date of a certain Restated Limited Partnership Agreement for Magnum East Coast Properties, Ltd. by and among Osiris Ramos, James Frederico, Albert DiMaria and Magnum Property Development Corporation.

PROVISIONS

A. Osiris Ramos, James Frederico and Albert DiMaria are all of the limited partners in a Florida limited partnership known as Magnum East Coast Properties, Ltd. (Limited Partners).

B. Magnum World Enterprises, Inc. is the sole general partner in Magnum East Coast Properties, Ltd. with a 1% partnership interest. Pursuant to Section 10.01 of the Restated Limited Partnership Agreement for Magnum East Coast Properties, Ltd. executed on June 30, 1994, Magnum World Enterprises, Inc. gives notice of its voluntary withdrawal from the Partnership effective as of the date of this Agreement.

C. Pursuant to Section 10.02 of the Restated Limited Partnership Agreement, the Limited Partners hereby elect, as successor 1% general partner, Magnum Property Development Corporation (a Florida corporation) effective as of the date of this Agreement.

D. Magnum World Enterprises, Inc. hereby sells, transfers and assigns all of its right, title and interest in Magnum East Coast Properties, Ltd. to Magnum Property Development Corporation for the amount of \$ 1.00, payable in cash upon the execution of this Agreement.

E. This Agreement shall supersede and nullify any prior agreements between the parties relating to the subject matter thereof, to the extent it is inconsistent with those prior agreements.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day and year first written above.

Magnum Property Development Corporation
1280 N.E. 48th Street
Pompano Beach, Florida 33064

By: _____

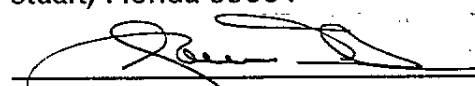
James Frederico, President

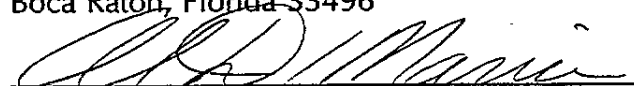
Magnum World Enterprises, Inc.
1280 N.E. 48th Street
Pompano Beach, Florida 33064

By:


James Frederico, President

Osiris Ramos
5945 General Lee Terrace
Stuart, Florida 33064


James Frederico
337 N.E. 52nd Street
Boca Raton, Florida 33496


Albert DiMaria
740 N.E. 28th Avenue
Pompano Beach, Florida 33062

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

On this 4 day of JUNE, 1997, before me personally came Osiris Ramos, to me known and known to me to be the individual described in, and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.


Notary Public

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

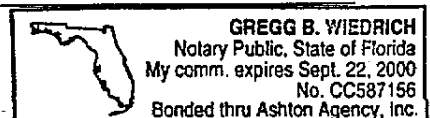
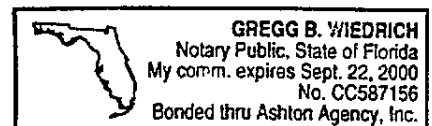
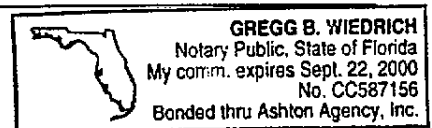
On this 4 day of JUNE, 1997, before me personally came James Frederico, to me known and known to me to be the individual described in, and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.


Notary Public

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

On this 4 day of JUNE, 1997, before me personally came Albert DiMaria, to me known and known to me to be the individual described in, and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.


Notary Public



STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

On this 4 day of JUNE, 1997 before me personally came James Frederico, to me known, who, being by me, duly sworn, did depose and say that he resides at 3779 N.W. 52nd Street, Boca Raton, Florida 33496 and that he is the President of Magnum Property Development Corporation, the Corporation described in and which executed the above instrument; that he knows the seal of said Corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said Corporation, and that he signed his name thereto by like order.



Notary Public

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

On this 4 day of JUNE, 1997 before me personally came James Frederico, to me known, who, being by me, duly sworn, did depose and say that he resides at 3779 N.W. 52nd Street, Boca Raton, Florida 33496 and that he is the President of Magnum World Enterprises, Inc., the Corporation described in and which executed the above instrument; that he knows the seal of said Corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said Corporation, and that he signed his name thereto by like order.



Notary Public

