



THE UNITED STATES  
CORPORATION  
COMPANY

A 94000000219

ACCOUNT NO. : 072100000032

REFERENCE : 314122 4728029

AUTHORIZATION :

COST LIMIT :

Patricia Pyzdek  
\$ 105.00

ORDER DATE : April 1, 1997

ORDER TIME : 10:27 AM

300002130223--4

ORDER NO. : 314122-005

CUSTOMER NO: 4728029

CUSTOMER: Mr. John F. Redmond  
Redmond & Parrinello  
400 Executive Office Building  
36 Main Street  
Rochester, NY 14614

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -1 PM 1:51

DOMESTIC AMENDMENT FILING

NAME: LECESSE WICKHAM ASSOCIATES LTD

EFFECTIVE DATE:

XX ARTICLES 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: Carina L. Dunlap

EXAMINER'S INITIALS: *BK*

4/1/97

97 APR -1 PM 1:51  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FOURTH AMENDMENT TO  
LIMITED PARTNERSHIP CERTIFICATE**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -1 PM 1:51

The undersigned, constituting all of the partners of LeCesse Wickham Associates, Ltd., hereby make and file, in accordance with Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), this Amended and Restated Certificate of Limited Partnership for LeCesse Wickham Associates, Ltd. (the "Partnership"), which amends and restates the original Certificate of Limited Partnership of the Partnership filed with the Department of State of the State of Florida on February 23, 1994 (the "Original Certificate"), which Original Certificate was amended pursuant to a First Amendment to Limited Partnership Certificate filed with the Department of State of the State of Florida on June 15, 1994 (the "First Amendment"), which was further amended pursuant to a Second Amendment to Limited Partnership Certificate filed with the Department of State of the State of Florida on June 28, 1996 (the "Second Amendment"), which was further amended pursuant to a Third Amendment to Limited Partnership Certificate filed with the Department of State of the State of Florida on \_\_\_\_\_ (the "Third Amendment").

The Original Certificate, the First Amendment, the Second Amendment and the Third Amendment are hereby amended (i) the withdrawal of one Limited Partner; and (ii) to reflect the change in ownership interest of the partnership.

Paragraph 4 of the Limited Partnership Certificate as amended by the First Amendment, the Second Amendment and the Third Amendment shall be deleted and the following shall be inserted in its place:

GENERAL PARTNERS:

<u>Name</u>	<u>Address</u>	<u>Ownership Interest</u>
Cambridge Wickham, Inc.	1412 W. Colonial Dr. Orlando, Florida 32804	<del>30.00%</del> 25% JPL

LIMITED PARTNERS:

John Lechner	223 Brush Hollow Road Rochester, NY 14626	<del>70.00%</del> 75% JPL
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In all other respects, the Original Certificate as amended by the First Amendment, the Second Amendment and Third Amendment shall remain in full force and effect except as herein amended

This Certificate may be executed in counterparts by the Limited Partners and General Partners and any Certificate so executed shall have the same force and effect, and shall be binding on and insure to the benefit of the Limited Partners, General Partners and their heirs, executors, administrators, successors, legal representatives and assigns in the same manner, as a single, integrated certificate executed by the Limited Partners and General Partners.

The undersigned have executed and acknowledged this Fourth Amendment to Limited Partnership Certificate as of the \_\_\_\_ day of \_\_\_\_\_, 19\_\_.

**GENERAL PARTNER:**

LECESSE WICKHAM ASSOCIATES, LTD.

BY: CAMBRIDGE WICKHAM, INC.  
General Partner

BY: \_\_\_\_\_  
Salvador F. Leccese,  
Vice President

**LIMITED PARTNER:**

  
JOHN LECHNER  
(WITHDRAWING LIMITED PARTNER:)

\_\_\_\_\_  
D. MILLER MCCARTHY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR - 1 PM 1:51

STATE OF FLORIDA )  
COUNTY OF ORANGE) ss.:

BEFORE ME, a Notary Public in and for said County and State on the date below, personally appeared SALVADOR F. LECCESE, as the Vice President of CAMBRIDGE WICKHAM, INC., a Florida corporation, acting as general partner of LECCESSE WICKHAM ASSOCIATES, LTD., a Florida limited partnership, and acknowledged that he executed the foregoing instrument on behalf of said corporation, acting as general partner and on behalf of LeCesse Wickham Associates, Ltd. Said person is personally known to me or has produced as identification a driver's license issued by \_\_\_\_\_, a State of the United States, which is current or has been issued within the past five (5) years and bears a serial or other identifying number.

IN WITNESS WHEREOF, I have affixed my notarial seal this \_\_\_\_ day of October, 1996.

\_\_\_\_\_  
Signature of Notary

\_\_\_\_\_  
Name of Notary (Typed, Printed or Stamped)

My Commission Expires: \_\_\_\_\_

[NOTARY SEAL]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -1 PM 1:51

STATE OF NEW YORK)  
COUNTY OF MONROE ) SS:

On this \_\_\_\_\_ day of October, 1996, before me personally came JOHN LECHNER, to me known to be the Individual described in, and who executed the foregoing instrument, and acknowledged that he executed the same.

Monroe K Green  
Notary Public

NOTARY PUBLIC in the State of New York  
MONROE CO. N.Y.  
Commission Expires 11/30/96

STATE OF FLORIDA )  
COUNTY OF ORANGE ) SS.:

I HEREBY CERTIFY, that the foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, by D. MILLER MCCARTHY, individually, who is personally known to me (Yes) (No) or who produced \_\_\_\_\_ as identification and who (did) (did not) take an oath.

\_\_\_\_\_  
Notary Public, State of Florida

\_\_\_\_\_  
Printed Name of Notary Public

My Commission Expires:

97 APR - 1 PM 1:51

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FOURTH AMENDMENT TO  
LIMITED PARTNERSHIP CERTIFICATE**

The undersigned, constituting all of the partners of LeCesse Wickham Associates, Ltd., hereby make and file, in accordance with Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), this Amended and Restated Certificate of Limited Partnership for LeCesse Wickham Associates, Ltd. (the "Partnership"), which amends and restates the original Certificate of Limited Partnership of the Partnership filed with the Department of State of the State of Florida on February 23, 1994 (the "Original Certificate"), which Original Certificate was amended pursuant to a First Amendment to Limited Partnership Certificate filed with the Department of State of the State of Florida on June 15, 1994 (the "First Amendment"), which was further amended pursuant to a Second Amendment to Limited Partnership Certificate filed with the Department of State of the State of Florida on June 28, 1996 (the "Second Amendment"), which was further amended pursuant to a Third Amendment to Limited Partnership Certificate filed with the Department of State of the State of Florida on \_\_\_\_\_ (the "Third Amendment").

The Original Certificate, the First Amendment, the Second Amendment and the Third Amendment are hereby amended (i) the withdrawal of one Limited Partner; and (ii) to reflect the change in ownership interest of the partnership.

Paragraph 4 of the Limited Partnership Certificate as amended by the First Amendment, the Second Amendment and the Third Amendment shall be deleted and the following shall be inserted in its place.

**GENERAL PARTNERS:**

<u>Name</u>	<u>Address</u>	<u>Ownership Interest</u>
Cambridge Wickham, Inc.	1412 W. Colonial Dr. Orlando, Florida 32804	<del>30.00%</del> 25% <i>gjh</i>

**LIMITED PARTNERS:**

John Lechner	223 Brush Hollow Road Rochester, NY 14626	<del>70.00%</del> 75% <i>gjh</i>
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In all other respects, the Original Certificate as amended by the First Amendment, the Second Amendment and Third Amendment shall remain in full force and effect except as herein amended

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 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 9 APR - 1 PM 1:51

This Certificate may be executed in counterparts by the Limited Partners and General Partners and any Certificate so executed shall have the same force and effect, and shall be binding on and insure to the benefit of the Limited Partners, General Partners and their heirs, executors, administrators, successors, legal representatives and assigns in the same manner, as a single, integrated certificate executed by the Limited Partners and General Partners.

The undersigned have executed and acknowledged this Fourth Amendment to Limited Partnership Certificate as of the 29<sup>th</sup> day of October, 1996.

**GENERAL PARTNER:**

LECESSE WICKHAM ASSOCIATES, LTD.

BY: CAMBRIDGE WICKHAM, INC.  
General Partner

BY: 

Salvador F. Leccese,  
Vice President

**LIMITED PARTNER:**

  
JOHN LECHNER

**(WITHDRAWING LIMITED PARTNER:)**

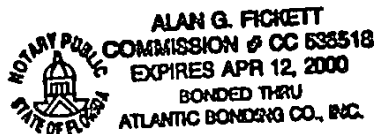
  
D. MILLER MCCARTHY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -1 PM 1:51

STATE OF FLORIDA )  
COUNTY OF ORANGE) ss.:

BEFORE ME, a Notary Public in and for said County and State on the date below, personally appeared SALVADOR F. LECCESE, as the Vice President of CAMBRIDGE WICKHAM, INC., a Florida corporation, acting as general partner of LECCESSE WICKHAM ASSOCIATES, LTD., a Florida limited partnership, and acknowledged that he executed the foregoing instrument on behalf of said corporation, acting as general partner and on behalf of LeCesse Wickham Associates, Ltd. Said person is personally known to me or has produced as identification a driver's license issued by \_\_\_\_\_, a State of the United States, which is current or has been issued within the past five (5) years and bears a serial or other identifying number.

IN WITNESS WHEREOF, I have affixed my notarial seal this 29th day of October, 1996.



Alan G. Fickett  
Signature of Notary  
Alan G. Fickett  
Name of Notary (Typed, Printed or Stamped)  
My Commission Expires: \_\_\_\_\_

[NOTARY SEAL]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR - 1 PM 1:51



STATE OF NEW YORK)  
COUNTY OF MONROE ) SS:

On this \_\_\_\_\_ day of October, 1996, before me personally came JOHN LECHNER, to me known to be the individual described in, and who executed the foregoing instrument, and acknowledged that he executed the same.

Monroe K Green  
Notary Public

NOTARY PUBLIC in the State of New York  
MONROE COUNTY, N.Y.  
Commission Expires 11/20/96

STATE OF FLORIDA )  
COUNTY OF ORANGE ) SS:

I HEREBY CERTIFY, that the foregoing instrument was acknowledged before me this 29th day of October, 1996 by D. MILLER MCCARTHY, individually, who is personally known to me (Yes) (No) or who produced \_\_\_\_\_ as identification and who (did) (did not) take an oath.

Alan G. Fickett  
Notary Public, State of Florida  
Alan G. Fickett  
Printed Name of Notary Public

NOTARY PUBLIC  
STATE OF FLORIDA  
ALAN G. FICKETT  
COMMISSION # CC 038318  
EXPIRES APR 12, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -1 PM 1:51