

A940000000916

Florida Department of State
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From:

Account Name : BELOFF & SCHWARTZ
Account Number : I20010000064
Phone : (305) 673-1101
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DIVISION OF CORPORATION

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LIMITED PARTNERSHIP AMENDMENT

THE OLD MORGAN, LIMITED

Certificate of Status	0
Certified Copy	0
Page Count	02
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(5 PAGES w/
additional correspondence
& previous fax
confirmation)

JB
42203

BELOFF & SCHWARTZ

1111 LINCOLN ROAD
SUITE 400
MIAMI BEACH, FLORIDA 33139

TELEPHONE (305) 673-1101
FACSIMILE (305) 673-5505

April 21, 2003

Via Fax to 850-205-0383

Florida Department of State
Division of Corporations
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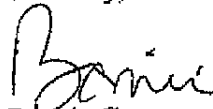
**Re: Amendment to Certificate of Limited Partnership of THE OLD MORGAN,
LIMITED**

Dear Division:

We are refaxing the enclosed Amendment, which was originally faxed to you on April 9, 2003 (copy of fax confirmation enclosed). It is not showing up in the online database, and when I called the Department, I was told to refax it, together with the fax confirmation and this letter, requesting that this filing be backdated to the date that it was originally sent (i.e. April 9, 2003).

If you have any questions, or need any further information, please don't hesitate to call (phone 305-673-1101) or email (jdb@southbeachlaw.com) Jonathan D. Beloff, Esq., or myself.

Sincerely,



Bonnie Gaventa
Administrative Assistant

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMISSION VERIFICATION REPORT

TIME : 04/09/2003 17:09
NAME :
FAX :
TEL :

DATE, TIME	04/09 17:08
FAX NO./NAME	18502050383
DURATION	00:00:50
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RESULT	OK
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Division of Corporations

Page 1 of 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF
THE OLD MORGAN, LIMITED,
A FLORIDA LIMITED PARTNERSHIP

THIS AMENDMENT to Certificate of Limited Partnership of THE OLD MORGAN, LIMITED, a Florida limited partnership, (the "Partnership") is made as of the 24 day of April, 2003, by the undersigned DEAN BUILDING GROUP, LLC, a Florida limited liability company as successor General Partner to Partnership ("General Partner").

WHEREAS, the Certificate of Limited Partnership of Partnership filed with the Secretary of State, State of Florida on June 30, 1994 under Document No. A94000000916, is hereby amended, by amending the Principal Office and the General Partner of the Partnership as follows:

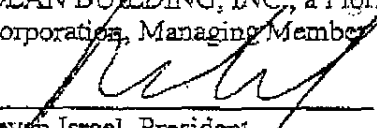
1. Principal Office. The street address of the Principal Office in the United States where records are to be kept or made available under Section 620.106 of the Act, as well as the Partnership's mailing address is: c/o Lincoln Harbor Yacht Club, 1500 Harbor Boulevard, Weehawken, New Jersey 07086.

2. General Partner. By virtue of an Assignment and Assumption of General Partnership Interest dated as of March 28, 2003, the name, mailing address and business address of the business of the General Partner are: DEAN BUILDING GROUP, LLC, a Florida limited liability company, c/o Lincoln Harbor Yacht Club, 1500 Harbor Boulevard, Weehawken, New Jersey 07086.

3. Registered Agent. The name and mailing address of the Registered Agent is hereby changed from Christopher N. Davies, Esq., 2375 Tamiami Trail North, Suite 308, Naples, Florida, 34103, to:

Jonathan D. Beloff, Esq.
Beloff & Schwartz
1111 Lincoln Road #400
Miami Beach, Florida 33139

DEAN BUILDING GROUP, LLC,
a Florida limited liability company
By: DEAN BUILDING, INC., a Florida
corporation, Managing Member

By: 
Steven Israel, President

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STATE OF New Jersey)
COUNTY OF Essex) SS:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by STEVEN ISRAEL, as President of DEAN BUILDING, INC., a Florida corporation, as the Managing Member of DEAN BUILDING GROUP, LLC, a Florida limited liability company, freely and voluntarily under authority duly vested in him by said limited liability company, and that the seal affixed thereto is the true seal of said company. He is personally known to me or ^{has} produced 9 Driver's License as identification and ~~DID~~/DID NOT take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this day 3rd of April, 2003.

James J. Sayegh
Notary Public State of ~~Florida~~ New Jersey

My Commission Expires:

Typed, printed or stamped name of Notary Public

JAMES SAYEGH
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 6/25/2007

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TALLAHASSEE, FLORIDA

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