

A94000001232

PALM BEACH PARTNERS, LTD.

211 Royal Poinciana Way
Suite A
Palm Beach, FL 33480
(561) 833-4433 o
(561) 833-9888 f

April 17, 2000

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

300003213033--5
-04/18/00--01094--001
****105.00 ****105.00

RE: Amendment of Certificate of Limited Partnership
Palm Beach Partner Ltd.

MJH

Dear Sir:

A94000001232

Enclosed please find my check in the amount of \$105.00 for the fee to file (and the returned certified copy) the amendment and certified copy.

Please call my secretary Kathryn, at 561 833-4433 if you should have any question regarding the change in the general partner.

Please forward a certified copy to Palm Beach Partners Ltd. at 211 Royal Poinciana Way, Suite A, Palm Beach, FL 333480

Thank you for your assistance in this matter.

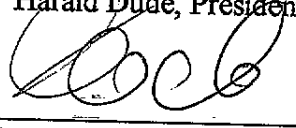
Sincerely yours,

Palm Beach Partners Ltd.,
by its General Partner

By: 
Harald Dude, President

First Nationwide Development Corp.

By: 
Harald Dude, President


HARALD DUDE, limited partner

00 APR 18 AM 10:13
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP

OF PALM BEACH PARTNERS, LTD.**

Pursuant to the provisions of section 620.109, Florida Statute this Florida limited partnership, whose certificate was filed with the Florida Department of State of September 8, 1994, and amended on August 23, 1996, adopted the following certificate of Amendment to its certificate of limited partnership:

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

Page 1, Paragraph 1 is amended to read First Nationwide Development Corporation as general partner. *L26853*

Page 3, Paragraph 4.1 paragraph B is amended to read:

PARTNERS

Percentage of Interest
In the partnership

First Nationwide Development Corp., General Partner	5%
211 Royal Poinciana Way Suite A, Palm Beach, FL 33480	
Harald Dude, Limited Partner }	
Navi Investments Ltd., Limited Partner }	
211 Royal Poinciana Way Suite A, Palm Beach, FL 33480 }	95 %

Total	100%

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

GREENWICH INVESTMENT HOLDING, INC., current General Partner

BY: 

HARALD DUDE, PRESIDENT, 211 Royal Poinciana Way, Suite A, Palm Beach, FL 33480

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

FIRST NATIONWIDE DEVELOPMENT CORPORATION

BY: 

HARALD DUDE, President, 211 Royal Poinciana Way, Palm Beach, FL 33480

Dated this 12th day of April, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 18 AM 10:13