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**TREISER, KOBZA & VOLPE, CHTD.**

**ATTORNEYS AT LAW**

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† Board Certified  
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September 5, 1997

Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Post Office Box 6327  
Tallahassee, Florida 32399

Re: **Kerr Plaza, Limited and 689 Tamiami, Limited**  
**Our Files Numbered: 2020.010 and 2020.012**

100002290121--8  
-09/11/97--01027--001  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Dear Sirs:

Enclosed you will find an Amended and Restated Certificate of Limited Partnership of 689 Tamiami, Limited for filing. Also, enclosed you will find our trust account check in the sum of \$52.50 which sum represents your filing fee.

Would you please file the same in your usual manner and return verification to our offices that this has in fact been accomplished.

If you have any further questions, please do not hesitate to give me a call. Thank you very much for your attention and consideration.

Very truly yours,

**TREISER, KOBZA & VOLPE, CHTD.**

*Leslie L. Browning*  
DCC  
Leslie L. Browning, Paralegal  
Thomas A. Collins, II  
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For The Firm  
to ledgerment DCC  
Enclosures DCC

FILED  
97 SEP 11 PM 12:40  
TALLAHASSEE, FLORIDA

A95000000193

**AMENDED AND RESTATED CERTIFICATE  
OF LIMITED PARTNERSHIP  
OF 689 TAMIAMI, LIMITED**

The undersigned General Partners hereby make and file this Amended and Restated Certificate of Limited Partnership for 689 Tamiami, Limited, hereinafter referred to as the "Partnership". The original Certificate of Limited Partnership for the Partnership was filed on February 16, 1995. This Amended and Restated Certificate of Limited Partnership for 689 Tamiami, Limited, has been duly executed by the sole former General Partner and the sole new General Partner and is filed pursuant to Section 620.109 F.S. This Amended and Restated Certificate of Limited Partnership for 689 Tamiami, Limited, supersedes the original Certificate of Limited Partnership for the Partnership. The undersigned further state:

1. Name of Partnership. The name of the Partnership is 689 Tamiami, Limited.
2. Address of Office. The address of the record keeping office of the Partnership is 12887 Valewood Drive, Naples, Florida 34119.
3. Agent For Service of Process. The name and address of the Partnership's agent for service of process in Florida is James E. Collins, 12887 Valewood Drive, Naples, Florida 34119.
4. Name and Business Address of General Partner. The name and business address of the General Partner is Kerr Management, LC, a Florida limited liability company, 13800 Tamiami Trail North, Suite 111, Naples, Florida 34110.
5. Mailing Address of Partnership. The mailing address of the Partnership is 12887 Valewood Drive, Naples, Florida 34119.
6. Duration of Partnership. The Partnership and the limitation of liability of the limited partners shall commence upon the date of filing of the original Certificate of Limited Partnership with the Florida Department of State. The latest date upon which the Partnership is to dissolve is December 30, 2044.

IN WITNESS WHEREOF, the undersigned have set their hand and seal as of the 4th day of September, 1997.

**KERR PLAZA MANAGEMENT, INC.,** a Florida  
corporation, former General Partner

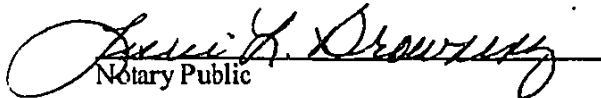
By: James E. Collins  
James E. Collins, President

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 4th day of September, 1997 by

JAMES E. COLLINS, as President of KERR PLAZA MANAGEMENT, INC., a Florida Corporation, on behalf of the Corporation and as the former General Partner of 689 TAMiami, LIMITED. He is personally known to me or has produced \_\_\_\_\_ as identification.

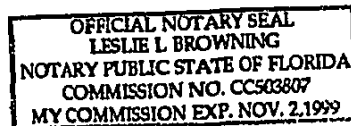
Witness my hand and official seal in the County and State last aforesaid, this 4th day of September, 1997.

  
Notary Public

Typed, Printed or Stamped Name

My commission expires:

My commission number is:



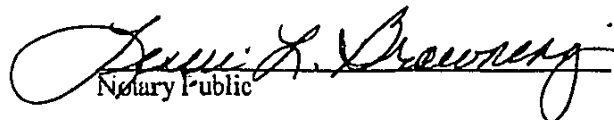
KERR MANAGEMENT, LC., a Florida limited liability company, new General Partner

By:   
James E. Collins, Manager

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 4th day of September, 1997 by JAMES E. COLLINS, Manager of KERR MANAGEMENT, LC., a Florida limited liability company, the new General Partner of 689 TAMiami, LIMITED. He is personally known to me or has produced \_\_\_\_\_ as identification.

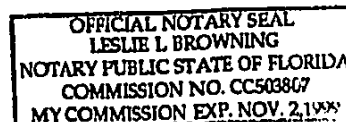
Witness my hand and official seal in the County and State last aforesaid, this 4th day of September, 1997.

  
Notary Public

Typed, Printed or Stamped Name

My commission expires:

My commission number is:



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