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NASON YEAGER ET AL

NO.429

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FROM: Georgina J. PophamC/M #: 4552-11118REGARDING CLIENT: Denholtz/Mezzanine

MESSAGE:

☐ Urgent☐ For Review☐ Please Reply

Name Availability	RE: Certificate of Amendment to Certificate of Limited Partnership for PBM Associates, Ltd. Please fax confirmation to the attention of Georgina Popham.
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	Tara DCC

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FROM: NASON, YEAGER, GERSON, WHITE & LIOCE, P.A. ACCT#: 073222003555
CONTACT: GEORGINA J. POPHAM
PHONE: (561)686-3307 FAX #: (561)686-5442

NAME: PBM ASSOCIATES LTD.

AUDIT NUMBER.....H98000003482

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0 PAGES..... 3

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CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
PEM ASSOCIATES LTD.

The undersigned, PBM MANAGERS LTD., a Florida limited partnership, being the withdrawing general partner of PBM ASSOCIATES LTD., a Florida limited partnership (the "Limited Partnership"), and PB GP, INC., a Florida corporation, being the newly admitted general partner of the Limited Partnership, all of which being desirous of amending the Certificate of Limited Partnership of the Limited Partnership as filed with the Secretary of State of the State of 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 October 25, 1995, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: The following articles are hereby amended:

ARTICLE 2: Business Address:


337 East Indiantown Road
Suite 8
Jupiter, FL 33477

ARTICLE 3: Name of Registered Agent for Service of Process:
Alan J. Armour, Esq.

ARTICLE 4: Florida's Street Address for Registered Agent:

c/o Nason, Yeager, Gerson, White & Lioce, P.A.
United National Bank Tower
1645 Palm Beach Lake Boulevard
Suite 1200
West Palm Beach, FL 33401

ARTICLE 5: Acceptance by the Registered Agent for Service of Process:


Alan I. Armour, Esq.

ARTICLE 6: Mailing Address of Limited Partnership:

c/o Denholtz Associates
337 East Indiantown Road
Suite 8
Jupiter, FL 33477

Alan I. Armour II, Esq./FL Bar No. 0500100
Nason, Yeager, Gerson, White & Lioce, P.A.
1645 Palm Beach Lakes Boulevard, Suite 1200
West Palm Beach, Florida 33401
Phone: (561) 686-3307

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ARTICLE 8: Name of New General Partner and Specific Address:

PB GP, Inc., a Florida corporation
337 East Indiantown Road
Suite 8
Jupiter, FL 33477
Attention: Stewart Denholtz

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SECOND: The following articles are hereby added:

ARTICLE 9: Business and Purpose: The sole purpose of the Partnership is to acquire, own, hold, maintain and operate the property located at 1880-1900 Okeechobee Boulevard, West Palm Beach, Palm Beach County, Florida (the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. Notwithstanding anything contained herein to the contrary, the Partnership shall not engage in any business, and it shall have no purpose, unrelated to the Property and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the purposes of the Partnership.

ARTICLE 10: Following the assignment of general partnership interest to the New GP as a general partners of the Limited Partnership, PBM Managers Ltd., a Florida limited partnership by PBMGP, INC., a Florida corporation, each having a mailing address of 337 East Indiantown Road, Suite 8, Jupiter, Florida 33477, then general partners of the Limited Partnership, withdrew from the Limited Partnership.

ARTICLE 11: The partners of the Limited Partnership have agreed to continue the business of the Limited Partnership pursuant to Section 620.157, Florida statutes.

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

THIRD: Signatures:

WITHDRAWING GENERAL PARTNER:

PBM MANAGERS LTD., a Florida limited partnership
By: PBMGP, INC., a Florida corporation, its
general partner

By: 
Mark A. Emalfarb, President

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NEWLY ADMITTED GENERAL PARTNER:

PB GP, INC., a Florida corporation

By: SED
Steven Denholtz, President

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