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# A95000001869

((H97000019491 4))

TO: DIVISION OF CORPORATIONS  
(850) 922-4000

FAX #:

FROM: GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)  
076077002561

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NAME: LAGUNA ASSOCIATES, LTD.

AUDIT NUMBER.....H97000019491

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

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**CERTIFICATE OF AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
LAGUNA ASSOCIATES, LTD.**

Pursuant to the provisions of Section 620.109 of the Florida Statutes, LAGUNA ASSOCIATES, LTD., a Florida Limited Partnership, registered under document number A95000001869, adopts the following certificate of amendment to its certificate of limited partnership:

1. The name of the Limited Partnership is LAGUNA ASSOCIATES, LTD.
2. The Certificate of Limited Partnership for the Partnership was filed with the Florida Department of State on December 5, 1995.
3. Section 3 of the Certificate of Limited Partnership is hereby amended to reflect the withdrawal of C.P. Group, Ltd. as the general partner of the Partnership and to recognize the admission of Promotec Corporation as the sole general partner of the Partnership. In this regard, Section 3 of the Certificate of Limited Partnership is amended to read as follows:

"The name and address of the General Partner is:

PROMOTEC CORPORATION  
1450 Madruga Ave., Suite 303  
Coral Gables, Florida 33146"

341294

4. This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

**THIS DOCUMENT PREPARED BY:**

Mark J. Scheer, Esq.  
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.  
Suite 3400 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131  
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IN WITNESS WHEREOF, the undersigned withdrawing general partner and new general partner have executed this Amendment this 31<sup>st</sup> day of October, 1997.

## NEW GENERAL PARTNER

PROMOTEC CORPORATION,  
a Florida corporation

By:

Eugenio J. Cosculluela, Sr.  
Eugenio J. Cosculluela, Sr.,  
President

## WITHDRAWING GENERAL PARTNER:

C.P. GROUP, LTD., a Florida limited partnership

By:

PROMOTEC CORPORATION,  
a Florida corporation, its general partner

By:

Eugenio J. Cosculluela, Sr.  
Eugenio J. Cosculluela, Sr.,  
President

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STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of October, 1997 by Eugenio J. Cosculluela, Sr., as President of Promotec Corporation, a Florida corporation, on behalf of that Corporation as general partner of Laguna Associates, Ltd., who is personally known to me or has produced HR as identification.

Print Name: \_\_\_\_\_

NOTARY PUBLIC

State of Florida

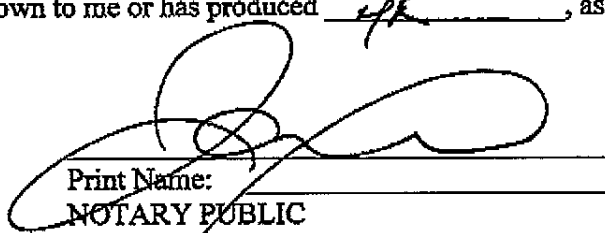
My Commission Expires: \_\_\_\_\_



FAX AUDIT NO.: H97000019491

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of October, 1997 by Eugenio J. Cosculluela, Sr., as President of Promotec Corporation, a Florida corporation, sole general partner of C.P. Group, Ltd. on behalf of C.P. Group, Ltd. as withdrawing general partner of Laguna Associates, Ltd., who is personally known to me or has produced id, as identification.

  
Print Name:  
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State of Florida  
My Commission Expires:



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