

A96000000728
ALLEY, MAASS, ROGERS & LINDSAY, P.A.

321 ROYAL POINCIANA PLAZA SOUTH

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33480-0431

(561) 659-1770

FACSIMILE (561) 833-2261

FROM BROWARD (954) 421-1540

RAYMOND C. ALLEY (1893-1975)
HAROLD G. MAASS (OF COUNSEL)
DOYLE ROGERS
ALAN LINDSAY
EDWARD D. LEWIS
NEAL W. KNIGHT, JR.
DAVID H. BAKER
WILLIAM W. ATTERBURY III
LOUIS L. HAMBY III
ROBB R. MAASS
M. TIMOTHY HANLON
KURT E. BOSSHARDT
WARREN D. HAYES, SR.
GENE D. LIPSCHER
STUART J. HAFT
KENNETH T. LETSCH

FORT LAUDERDALE OFFICE
1600 S.E. 17TH STREET CAUSEWAY
SUITE 404
FORT LAUDERDALE, FLORIDA 33316
(954) 767-0215
FACSIMILE (954) 761-7644

December 15, 1997

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-12/18/97--01106--001
*****52.50 *****52.50

CERTIFIED MAIL

Division of Corporations
Attn: Registration Section
409 E. Gaines Street
Tallahassee, FL 32399


Re: THE HICKMAN FAMILY LIMITED PARTNERSHIP

Dear Sir or Madam:

Enclosed is the THIRD AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
for THE HICKMAN FAMILY LIMITED PARTNERSHIP and a check payable to the Florida
Department of State in the amount of \$52.50 for the filing fee.

Thank you.

Very truly yours,


STUART J. HAFT

Name	
Availability	
Document	sjh
Examiner	Encl. DCC
Updater	cc: Minnie C. Hickman DCC
Updater	
Verifier	DCC
Acknowledgement	DCC
2. Verifier	DCC

A96000000728

**THIRD AMENDED
CERTIFICATE OF LIMITED PARTNERSHIP
THE HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

THIS CERTIFICATE is executed on the 15th day of December, 1997 with respect to the agreement of THE HICKMAN FAMILY LIMITED PARTNERSHIP (the "Partnership").

1. Name. The Partnership's name is THE HICKMAN FAMILY LIMITED PARTNERSHIP.
2. Date of Filing the Original Certificate of Limited Partnership. April 4, 1996.
3. Amendment to the Certificate of Limited Partnership. In order to document that certain gifts were made on the 15th day of December, 1997, the names, addresses and ownership percentages of the Limited Partners shall be changed *from*:

MINNIE C. HICKMAN
135 Chilean Avenue
Palm Beach, Florida 33480
(59.5959595%)

MIMI JAMES HALSEY
136 E. 56th Street
New York, New York
(3.33670033%)

CHARLES DAY (TERRY) HALSEY III
136 E. 56th Street
New York, New York
(3.33670033%)

ALEXANDRA VERINI
136 E. 56th Street
New York, New York
(3.33670033%)

GREGORY W. VERINI
136 E. 56th Street
New York, New York
(3.33670033%)

THIRD AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

MARY JAMES
63 Olive Avenue
Lakesper, California
(3.33670033%)

JEREMY JOHNSTONE
63 Olive Avenue
Lakesper, California
(3.33670033%)

ROBIN CASSATT JOHNSTONE
63 Olive Avenue
Lakesper, California
(3.33670033%)

MOLLY ROSE JOHNSTONE
63 Olive Avenue
Lakesper, California
(3.33670033%)

ROSALIE STEVENS
Cyprus Point
Palm Beach Gardens, Florida
(3.33670033%)

GEOFFREY STEVENS
Cyprus Point
Palm Beach Gardens, Florida
(3.33670033%)

CASSANDRA L. STEVENS
Cyprus Point
Palm Beach Gardens, Florida
(3.33670033%)

AMANDA J. STEVENS
Cyprus Point
Palm Beach Gardens, Florida
(3.33670033%)

THIRD AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

to:

MINNIE C. HICKMAN
135 Chilean Avenue
Palm Beach, Florida 33480
(21.48%)

MADELEINE JAMES
136 E. 56th Street
New York, New York 10022
(7.50%)

CHARLES HALSEY III
136 E. 56th Street
New York, New York 10022
(3.34%)

ALEXANDRA VERINI
136 E. 56th Street
New York, New York 10022
(7.50%)

GREGORY W. VERINI
136 E. 56th Street
New York, New York 10022
(7.50%)

MARY CASSATT JAMES
63 Olive Avenue
Lakesper, California 94939
(7.50%)

JEREMY JOHNSTONE
63 Olive Avenue
Lakesper, California 94939
(3.34%)

**THIRD AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

ROBIN JOHNSTONE
63 Olive Avenue
Lakesper, California 94939
(7.50%)

MOLLY JOHNSTONE
63 Olive Avenue
Lakesper, California 94939
(7.50%)

ROSALIE STEVENS
14334 Cyprus Island Circle
Palm Beach Gardens, Florida 33410
(7.50%)

GEOFFREY STEVENS
14334 Cyprus Island Circle
Palm Beach Gardens, Florida 33410
(3.34%)

CASSANDRA STEVENS
14334 Cyprus Island Circle
Palm Beach Gardens, Florida 33410
(7.50%)

AMANDA STEVENS
14334 Cyprus Island Circle
Palm Beach Gardens, Florida 33410
(7.50%)

THIRD AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

CASSATT ENTERPRISES, INC.,
General Partner.

Minnie C. Hickman
By: Minnie C. Hickman
It's President

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

The foregoing THIRD AMENDED CERTIFICATE OF LIMITED PARTNERSHIP was acknowledged before me this 15th day of December, 1997, by MINNIE C. HICKMAN, in her capacity as President of CASSATT ENTERPRISES, INC. MINNIE C. HICKMAN is personally known to me or has produced _____ as identification.

[Signature]
Notary Public



Stuart J Haft
My Commission CC602239
Expires November 18, 2000

STUART J HAFT
Notary Public Printed
My Commission Number:
My Commission Expires: