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From: GREENBERG TRAUERIG

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : GREENBERG TRAUERIG (WEST PALM BEACH)
Account Number : 075201001473
Phone : (561) 650-7900
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Please fax to Beth Gdanski in Boca office (561) 994-8898

LIMITED PARTNERSHIP AMENDMENT
CAPITAL RESOURCES SOUTHEAST, LTD.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB -7 PM 10:57

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TALLAHASSEE, FLORIDA

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CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
CAPITAL RESOURCES SOUTHEAST, LTD.

A 96-192

Pursuant to the provisions of section 620.109, Florida Statutes, Capital Resources Southeast, Ltd., a Florida limited partnership (the "Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on April 25, 1996 and amended on December 1, 1997, adopts the following Certificate of Amendment to its Certificate of Limited Partnership.

1. The Certificate of Limited Partnership, as amended, is hereby further amended as follows:

Article IV, GENERAL PARTNER, is hereby amended and restated to read as follows:

ARTICLE IV. GENERAL PARTNER

The name and business address of the General Partner interested in this Limited Partnership is as follows;

4011 Okceehobee Boulevard GP, Inc., a Delaware Corporation
30 Broad Street
31st Floor
New York, New York 10004

F-411

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2. The Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.
3. Except as hereby amended, the Certificate of Limited Partnership of the Partnership shall remain the same.

Current General Partner:

4011 OKEECHOBEE BOULEVARD GP, INC., a
Delaware corporation, GENERAL PARTNER

By: _____

Hal Reiter
Its: President

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