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Steven R. Duhl
Karen Levin Alexander
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*Also Member of New Jersey Bar

A96000001859

November 5, 2001

MJH

Secretary of State
State of Florida
Post Office Box 5588
Tallahassee, Florida 32399

A96-1859

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Attention: Limited Partnership

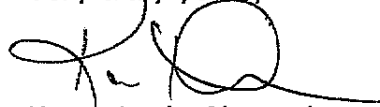
Re: 444 Bunker Road, Ltd.

To Whom It May Concern:

Enclosed please find the original and one copy of the Amended Certificate of Limited Partnership of 444 Bunker Road, Ltd. along with our firm check in the amount of \$52.50. Please file the original and return the copy to me with the filing information stamped on it.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Karen Levin Alexander

KLA:cmo
Enclosures
SECSTATE.LTR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED CERTIFICATE

OF

LIMITED PARTNERSHIP OF 444 BUNKER ROAD, LTD.

The undersigned general partners hereby make, acknowledge, and file this Certificate of Limited Partnership for 444 Bunker Road, Ltd. (the "Partnership"). This Certificate of Limited Partnership shall be effective as of June 15, 2001 in compliance with Section 620.108(2), Florida Statutes. This Certificate of Limited Partnership was duly executed and is being filed in accordance with Section 620.108, Florida Statutes.

1. The name of the Partnership is 444 Bunker Road, Ltd.

2. The principal place of business of the Partnership at which the Partnership will maintain its office and where the records required by Section 620.106, Florida Statutes will be maintained is:

444 Bunker Road
West Palm Beach, Florida 33405

3. The registered agent of the Partnership for service of process, which registered agent is an individual resident of this State is:

Phillip V. Spinelli
166 Harvard Drive
Lake Worth, Florida 33460

4. The name and business address of the sole general partner is as follows:

444 Bunker Road, Inc.
444 Bunker Road
West Palm Beach, Florida 33405

5. The name and address of each Limited Partner is as follows:

Phillip V. Spinelli
166 Harvard Drive
Lake Worth, Florida 33460

Paul B. Spinelli
1300 Land's End Road
Manalapan Florida 33484

Rita Spinelli
121 West Evans Lane
Manalapan, FL 33484

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TALLAHASSEE, FLORIDA

6. The Limited Partners have contributed the property listed on Schedule "A" to the capital of the Partnership.
7. The Partnership and the limitation of liability of the Limited Partners shall commence upon the filing of the original Certificate and continue until December 31, 2056, unless sooner terminated in accordance with the Agreement of Limited Partnership.
8. The Limited Partners have no responsibility or liability for additional contributions to the capital of the Partnership. but may in certain instances, upon the direction of the General Partner, contribute additional capital for certain operating deficits only or loan funds to the Partnership.
9. The contribution of each Partner is to be returned upon termination of the Partnership or in accordance with the Agreement of Limited Partnership.
10. Net profits and losses of the Partnership for any year shall be allocated to the Partners in accordance with the Agreement of Limited Partnership.
11. A Limited Partner can substitute an assignee as a Limited Partner in his place only in accordance with the Agreement of Limited Partnership.
12. No right is given to any Partner to admit additional Limited Partners except with the consent of the General Partners and in accordance with the Agreement of Limited Partnership.
13. The Limited Partners have a priority upon dissolution of the Partnership, liquidation of Partnership assets and application of any resultant funds in accordance with the Agreement of Limited Partnership.
14. In the event of the withdrawal, dissolution, assignment for the benefit of creditors, adjudication of bankruptcy, or insolvency, retirement, or insanity of the last remaining General Partner, the Partnership shall dissolve, and wind up its affairs pursuant to the terms and conditions of the Agreement of Limited Partnership.
15. No right is given the Limited Partner to demand or receive property other than cash in return for his or her contribution.
16. The initial General Partner of the Partnership is 444 Bunker Road, Inc., a Florida corporation.
17. A General Partner may transfer or assign his General Partnership Interest only upon written approval of all other General Partners and of a majority of the Limited Partnership Interests.
18. The latest date upon which the Partnership is to dissolve is December 31, 2056.

IN WITNESS WHEREOF, the General Partner has hereunto set its hand and seal as
of _____, 2001.

444 Bunker Road, Ltd. , a
Florida Limited Partnership

BY: 444 Bunker Road, Inc.
a Florida corporation

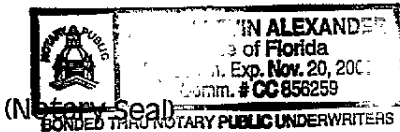
BY: 
Paul B. Spinelli, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

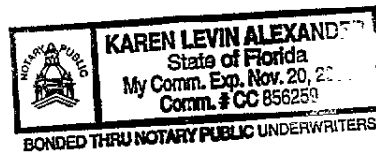
The foregoing instrument was acknowledged before me this 15th day of May, 2001 by Paul B. Spinelli, as President of 444 Bunker Road, Inc., the General Partner of 444 Bunker Road, Ltd., who is personally known to me or who has produced _____ as identification.


Notary Public, State of Florida

My Commission Expires:



Karen Levin Alexander
Print Name of Notary Public



SCHEDULE "A"

INITIAL CONTRIBUTIONS TO CAPITAL OF THE PARTNERSHIP

<u>LIMITED PARTNER:</u>	<u>NO. OF UNITS</u>	<u>AGREED VALUE OF CONTRIBUTION</u>
Phillip V. Spinelli 166 Harvard Drive Lake Worth, Florida 33460	26	\$260.00
Paul V. Spinelli 1300 Land's End Road Manalapan, Florida 33484	26	\$260.00
Rita Spinelli 121 West Evans Lane Manalapan, Florida 33462	46	\$460.00
<u>GENERAL PARTNER:</u>		
444 Bunker Road, Inc. 444 Bunker Road West Palm Beach, FL 33405	2	\$20.00

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.061 and Section 620.192, Florida Statutes, the following is submitted:

1. That 444 Bunker Road, Ltd., is a Florida limited partnership, desiring to comply with the provisions of Section 48.061 and 620.192, Florida Statutes and shall maintain its initial registered offices at:

c/o 166 Harvard Drive
Lake Worth, Florida 33460

and has named

Phillip V. Spinelli
166 Harvard Drive
Lake Worth, Florida 33460

as its registered agent to accept service of process for the limited partnership within the State of Florida.

Dated as of the 15th day of May, 2001.

444 Bunker Road, Ltd., a
Florida Limited Partnership

BY: 444 Bunker Road, Inc.
a Florida corporation, its
General Partner

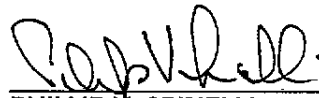
BY: 
Paul B. Spinelli, President

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited partnership, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to said office and further accept the duties and obligations of Section 620.192, Florida Statutes.

Dated as of the 5th day of March, 2001.

BY:



PHILLIP V. SPINELLI
Registered Agent

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority duly authorized to take oaths, personally appeared Paul B. Spinelli, of 444 Bunker Road, Inc., a Florida corporation (hereinafter known as "Affiant"), who, being by me first duly sworn on oath states that:

1. Affiant is the President of 444 Bunker Road, Inc. that is the General Partner of 444 Bunker Road, Ltd.
2. This Affidavit is made for purposes of compliance with Section 620.108, Florida Statutes.
3. The amount of capital contributions of the Limited Partners to 444 Bunker Road, Ltd., a Florida Limited Partnership, is the total sum of One Thousand Dollars and 00/100 (\$1,000.00) and no additional amounts are anticipated to be contributed by the Limited Partners at this time.
4. FURTHER AFFIANT SAYETH NAUGHT.

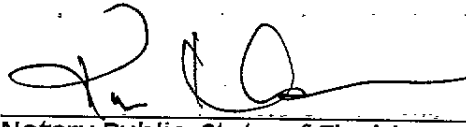
444 Bunker Road, Ltd., a
Florida Limited Partnership

BY: 444 Bunker Road, Inc.
a Florida corporation, its
General Partner

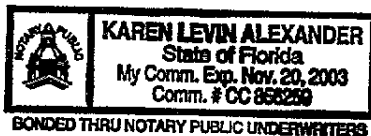
BY: 
Paul B. Spinelli, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 15th day of May, 2001, by Paul B. Spinelli, President of 444 Bunker Road, Inc., the General Partner of 444 Bunker Road, Ltd., who is personally known to me or who has produced _____ as identification.


Notary Public, State of Florida

(Notary Seal)



My Commission Expires:
Karen Levin Alexander

Print Name of Notary Public