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September 28, 2001

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: **BUSCEMI FAMILY LIMITED PARTNERSHIP**
Our File No. 30366.11

A96-2395

Dear Sir or Madam:

Enclosed please find a Certificate of Amendment to Certificate of Limited Partnership of Buscemi Family Limited Partnership. Please file the Certificate and send confirmation of filing to us as soon as possible. A check in the amount of \$52.50 is enclosed.

If you have any questions, please do not hesitate to contact me.

Yours truly,

DAVID PRATT AND ASSOCIATES, P.A.

By: *Jennifer E. Zakin*
Jennifer E. Zakin, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT -3 PM 12:05

W 10/8

Enclosures

cc: Mr. and Mrs. Joseph Buscemi (w/o enclosures)
David Pratt, Esq. (w/o enclosures)

G:\30366.11\File Amended LP Certificate.WPD

OTHER OFFICES LOCATED IN:

BOYNTON BEACH (561) 736-7170

• WEST PALM BEACH (561) 835-1430

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

BUSCEMI FAMILY LIMITED PARTNERSHIP

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on DECEMBER 20, 1996, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 10, Distributions, is hereby deleted and new Article 10, Distributions, is inserted as follows: No Partner has any priority over any other Partner with respect to contributions, capital accounts or distribution upon liquidation; the Partnership's net profits and losses of the Partnership from operations and any income (including gains or losses) resulting from any transactions as calculated for Federal income tax purposes and reported by the Partnership on its Federal income tax return (Form 1065) for each fiscal year (or portion thereof) during the term of this Agreement shall be allocated to the Partners, pro rata, in accordance with their respective Partnership Percentages.

SEE ATTACHED

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

THIRD: Signature(s)

Signature of current general partner:

John L. Buscemi
John L. Buscemi

Signature(s) of new general partner(s), if applicable:

John L. Buscemi,
President of Buscemi
Holdings, Inc., General Partner

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01 OCT -3 PM 12:05

Schedule "A" of the Certificate of Limited Partnership is amended as follows:

SCHEDULE "A"

NAME AND ADDRESS OF PARTNERS

GENERAL PARTNER:

Buscemi Holdings, Inc.
c/o Mr. Joseph Buscemi
11314 Westland Circle
Boynton Beach, Florida 33437

P01-79318

LIMITED PARTNERS:

Joseph Buscemi
11314 Westland Circle
Boynton Beach, Florida 33437

Irna Buscemi
11314 Westland Circle
Boynton Beach, Florida 33437

Susan De Temple
505 Miramar Avenue
Indialantic, Florida 32903

Donna Brunza
17 Pinetree Lane
Great River, New York 11739

Karen Varela
1563 Arkansas Mount Road
Boulder, Colorado 80302

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