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October 26, 1998

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11/03/98-01058-019
*****52.50 *****52.50

VIA FEDERAL EXPRESS

Jewell Dart
Moyle, Flanigan, Katz, Kolins,
Raymond & Sheehan, P.A.
210 S. Monroe
Tallahassee, Florida 32301

LP-52.50

Re: 2000 PBL Venture, Ltd./2000 General, Inc.
Our File No. 6-469-4

Dear Jewell:

Enclosed please find the following:

bk 10/27/98

1. Original and one copy of the Amended and Restated Certificate of Limited Partnership of 2000 PBL Venture, Ltd., together with our trust account check in the amount of \$1,750.00, representing the filing fee; and
2. Original and one copy of the Articles of Amendment of 2000 General, Inc., together with our trust account check in the amount of \$35.00 representing the filing fee.

Please file the enclosed documents and obtain stamped "filed" copies. Fax the stamped "filed" copies to us, followed by Federal Express. Should you have any questions, please do not hesitate to call.

CORAPAMRSC

Very truly yours,

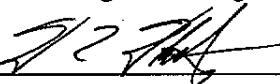
Laraine C. Charbonneau
Laraine C. Charbonneau
Secretary to Wilton L. White

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 PM 3:20

/lcc
Enclosures

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
2000 PBL VENTURE, LTD.

98 OCT 21 PM 3:20
FILED STATE OF FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

1. The name of Limited Partnership is 2000 PBL VENTURE, LTD., the date of filing of original certificate of limited partnership was December 24, 1996, and effective date of this amended and restated certificate shall be upon filing with the Secretary of State
2. The new Business Address: 2000 Palm Beach Lakes Blvd., Suite 301, West Palm Beach, FL 33409
3. Name of Registered Agent: Wilton L. White, Esquire
4. Address of Registered Agent: 625 N. Flagler Dr., 9th Floor, West Palm Beach, FL 33401
5. Signature of Registered Agent accepting such designation for service of process:


6. The new Mailing Address of Limited Partnership: 2000 Palm Beach Lakes Blvd., Suite 301, West Palm Beach, FL 33409
7. The latest date upon which the Limited Partnership is to be dissolved is Jan. 1, 2016,
1998
8. Name and Address of New Replacement General Partner: 2000 GENERAL, INC., a Florida corporation, 2000 Palm Beach Lakes Blvd., Suite 301, West Palm Beach, FL 33409
9. The amendments set forth in this certificate have been approved by all of the partners of the Limited Partnership pursuant to an Amended and Restate Agreement of Limited Partnership, and this Amended and Restated Certificate has been executed pursuant to Section 620.109, Florida Statutes.

Signed this 26th day of October, 1998, by
2000 GENERAL, INC., a Florida corporation

By:


Michael P. McCloskey, President