



THE UNITED STATES  
CORPORATION  
COMPANY

# A97000000033

ACCOUNT NO. : 072100000032

REFERENCE : 563752 7104837

AUTHORIZATION :

*Patricia Pugh*

COST LIMIT : \$ 52.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT 14 PM 2:15

ORDER DATE : October 14, 1997

ORDER TIME : 9:34 AM

ORDER NO. : 563752-010

CUSTOMER NO: 7104837

400002319954--6

CUSTOMER: Mr. Mario A. Romine  
Turnberry Associates  
Suite 400  
2875 N. E. 191st Street  
Aventura, FL 33180

*797A00050226*

DOMESTIC AMENDMENT FILING

NAME: TROPICAL MALL, LTD.

\*\*\*FILE FIRST\*\*\*

EFFECTIVE DATE:

RECEIVED  
97 OCT 14 AM 10:46  
DIVISION OF CORPORATIONS

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS: \_\_\_\_\_

*10/14/97*  
*BK*

CERTIFICATE OF AMENDMENT  
OF  
TROPICAL MALL, LTD.

FILED  
SECRETARY OF CORPORATIONS  
DIVISION  
OCT 14 PM 2:15

Pursuant to the provisions of Section 620.109 of the Florida Revised Uniform Partnership Act, TROPICAL MALL, LTD. (the "Partnership") hereby adopts the following Certificate of Amendment.

1. The name of the Partnership is Tropical Mall, Ltd.
2. The date of filing of the Certificate of Limited Partnership was January 2, 1997.
3. Paragraph I of the Certificate of Limited Partnership of the Partnership is hereby amended so as to henceforth read as follows:

1. The name of the Limited Partnership is:

Aventura Mall Trust, Ltd.

AVENTURA MALL TRUST, INC., a Florida  
corporation, general partner

By: 

Print Name: JACQUELYN SOFFER

As: PRESIDENT



THE UNITED STATES  
CORPORATION  
COMPANY

# A97000000033

ACCOUNT NO. : 072100000032

REFERENCE : 563752 . 7104837

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 52.50

ORDER DATE : October 14, 1997

ORDER TIME : 9:36 AM

ORDER NO. : 563752-020

CUSTOMER NO: 7104837

CUSTOMER: Mr. Mario A. Romine  
Turnberry Associates  
Suite 400  
2875 N. E. 191st Street  
Aventura, FL 33180

FILED STATE  
SECRETARY OF CORPORATIONS  
97 OCT 14 PM 2:27

500002819955--2

DOMESTIC AMENDMENT FILING

NAME: AVENTURA MALL TRUST, LTD.

EFFECTIVE DATE:

**\*\*FILE SECOND\*\***

       ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

RECEIVED  
97 OCT 14 AM 10:46  
DIVISION OF CORPORATION

*10/14/97*  
*BK*

**RESTATED CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**AVENTURA MALL TRUST, LTD.**


FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT 14 PM 2:27

1. The name of the Limited Partnership is:  

AVENTURA MALL TRUST, LTD.
2. The Business Address of the Limited Partnership is:  

c/o Shopping Center Management  
2875 N.E. 191st Street  
Suite 400  
Aventura, FL 33180
3. The Name of the Registered Agent for Service of Process is:  

Kenneth R. Bernstein, Esq.
4. The Florida Street Address for the Registered Agent is:  

c/o Shopping Center Management  
2875 N.E. 191st Street  
Suite 400  
Aventura, FL 33180
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process).
6. The Mailing Address of the Limited Partnership is:  

c/o Shopping Center Management  
2875 N.E. 191st Street  
Suite 400  
Aventura, FL 33180
7. The latest date upon which the Limited Partnership is to be dissolved is:  

December 31, 2035

8. The Name and Specific Address of the General Partner is:

AVENTURA MALL TRUST, INC.  
a Florida corporation

c/o Shopping Center Management  
2875 N.E. 191st Street  
Suite 400  
Aventura, FL 33180

FILED STATE  
SECRETARY OF CORPORATIONS  
97 OCT 14 PM 2:27

Signed this 9<sup>th</sup> day of October, 1997.

Signature of the General Partner:

AVENTURA MALL TRUST, INC.,  
a Florida corporation

By: 

Print Name: JACQUELYN SOFFER

Title: PRESIDENT