

A97000000 856

**WILTON
PARTNERS**

September 11, 1997

Via Federal Express

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Limited Partnership Section
409 E. Gaines Street
Tallahassee, FL 32399

Re: Certificate of Amendment to Certificate of Limited Partnership
Of Wilton Partners New Port Richey, Ltd.,
A Florida limited partnership

000002291700--9
-09/12/97--01081--001
****105.00 ****105.00

Ladies and Gentlemen:

We herewith enclose one (1) original Certificate of Amendment to Certificate of Limited Partnership and one (1) copy of the Certificate of Amendment together with our check in the amount of \$105.00 representing the \$52.50 filing fee for the amendment and the \$52.50 fee for the return to us of one certified copy of the Certificate of Amendment. The purpose of the Amendment is to substitute as the General Partner, Wilton New Port G.P. Corp., which is a Delaware corporation authorized to transact business in Florida pursuant to its qualification on August 27, 1997. Further, enclosed is a pre-addressed Federal Express Airbill and overnight envelope for the return of the certified copy of the Certificate of Amendment as soon as possible.

Should there be any questions in regard to this matter, please contact the undersigned. Thank you for your attention to this request.

Sincerely,

WILTON PARTNERS

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Name	Patti Zimmerman	
Availability		
Document Examiner	Patti Zimmerman Legal Assistant	
Updater	Enclosures	
Updater Verifier	DCC	
Acknowledgment	DCC	
W. P. Verifier	DCC	

Changing to
General Partner

FILED
97 SEP 12 AM 10:00
STATE
TALLAHASSEE, FLORIDA

REAL ESTATE DEVELOPMENT
11022 Santa Monica Blvd., Suite 450
Los Angeles, California 90025
310.444.6377 • Fax 310.444.6378

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

WILTON PARTNERS NEW PORT RICHEY, LTD.

(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 April 17, 1997 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 8. of the Certificate of Limited Partnership is hereby amended to delete Jay H. Wilton as General Partner and to substitute Wilton New Port G.P. Corp., a Delaware corporation as the new General Partner of Wilton Partners New Port Richey Ltd., a Florida limited partnership, whose address is 11022 Santa Monica Blvd., Suite 450, Los Angeles, California 90025

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97 SEP 12 AM 10:00
STATE
DEPT. OF
FLORIDA

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:

Jay H. Wilton

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

WILTON NEW PORT G.P. CORP.,
a Delaware corporation

By:

Jay H. Wilton
Its: President