



THE UNITED STATES
CORPORATION
COMPANY

A97000001381

ACCOUNT NO. : 072100000032

REFERENCE : 648909 9602A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 24, 1997

ORDER TIME : 10:53 AM

ORDER NO. : 648909-005

CUSTOMER NO: 9602A

CUSTOMER: Errol Rosen, Esq
Errol Rosen, Esquire
Suite 802
11900 Biscayne Boulevard
Miami, FL 33181

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 24 PM 1:23

DOMESTIC AMENDMENT FILING

NAME: DAVIE ASSOCIATES, LTD.

EFFECTIVE DATE:

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: Jeanine Glisar

EXAMINER'S INITIALS:

LP- 52.50

12/24/97

97 DEC 31 PM 1:23
DIVISION OF CORPORATIONS

AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
DAVIE ASSOCIATES, LTD.

To the Secretary of State
State of Florida

The undersigned, on behalf of Davie Associates, Ltd.
(the "limited partnership") hereby certifies that:

1. The present name of the limited partnership is
Davie Associates, Ltd.
2. The date of filing of the original Certificate of
Limited Partnership with the Department of State was June
23, 1997.
3. The Certificate of Limited Partnership is amended
to effect one or more of the amendments authorized by the
Florida Revised Uniform Limited Partnership Act. Each such
amendment is as follows:

The name of the limited partnership is changed from
Davie Associates, Ltd. to Davie Crossings, Ltd.
4. The text of the Certificate of Limited Partnership
is hereby restated as amended to read as herein set forth
in full:

I. Name

The name of the limited partnership is
DAVIE CROSSINGS, LTD.

II. Records of the Partnership

The address of the office in Florida at which place the
records of the Partnership shall be maintained is as
follows:

11900 Biscayne Boulevard
Suite 802
Miami, FL 33181

III. Registered Agent

The address of the registered office of the Partnership and
the name of the registered agent for service of process
located at that office is as follows:

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Errol Rosen
11900 Biscayne Boulevard
Suite 802
Miami, Florida 33181

IV. General Partner

The name and business address of the general partner of the partnership is as follows:

Davie Venture, Inc.
11900 Biscayne Boulevard
Suite 802
Miami, FL 33181

V. Mailing Address

The mailing address of the Partnership is as follows:

11900 Biscayne Boulevard
Suite 802
Miami, Florida 33181

VI. Dissolution

The latest date on which the Partnership is to dissolve is
December 31, 2046.

5. This Amended and Restated Certificate is duly executed and filed pursuant to Section 620.109 of the Florida Revised Uniform Limited Partnership Act.

Signed on December 23, 1997

Davie Venture Inc.,
a Florida Corporation

BY: 

Paul Kapelow, President

This instrument was prepared by:
Errol M. Rosen, Esq.
11900 Biscayne Boulevard
Suite 802
Miami, Florida 33181
FL Bar No.: 0116004

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