



A9 7000002103

ACCOUNT NO. : 072100000032

REFERENCE : 561132 4702925

AUTHORIZATION : Patricia P. [signature]

COST LIMIT : \$ 52.50

ORDER DATE : October 10, 1997

ORDER TIME : 10:42 AM

ORDER NO. : 561132-015

800002317508--8

CUSTOMER NO: 4702925

CUSTOMER: Blaine S. Schwartz, Esq
Benderson Development Co.,
570 Delaware Avenue

Buffalo, NY 14202

DOMESTIC AMENDMENT FILING

NAME: KINGSGATE ASSOCIATES II, 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: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 PM 3:20

10/10/97
BPC

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

The undersigned general partner of Kingsgate Associates II, LTD
_____ a, (an) Florida

Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.176,
Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the
purpose of transacting business in Florida is \$ 99.00

This 7th day of October, 19 97.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

General Partner
Post Falls Management Associates, LLC
by: Post Falls Outlets, Inc., Manager
by: David H. Baldauf
David H. Baldauf, Vice President

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 OCT 10 PM 3:20

FEES:

\$7 per \$1,000, based on the additional contribution
(Minimum \$52.50 - Maximum \$1,750.00)

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ACCOUNT NO. : 072100000032
 REFERENCE : 561132 4702925
 AUTHORIZATION : *Patricia Pappas*
 COST LIMIT : \$ 52.50

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 97 OCT 10 PM 2: 05

ORDER DATE : October 10, 1997
 ORDER TIME : 10:35 AM
 ORDER NO. : 561132-005
 CUSTOMER NO: 4702925

000002317510--2

CUSTOMER: Blaine S. Schwartz, Esq
 Benderson Development Co.,
 570 Delaware Avenue
 Buffalo, NY 14202

DOMESTIC AMENDMENT FILING

NAME: KINGSGATE ASSOCIATES II, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 _____ RESTATED ARTICLES OF INCORPORATION

BK
10/9/97

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 97 OCT 10 PM 2: 06

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

SECRETARY OF STATE'S
DIVISION OF CORPORATIONS
OCT 10 PM 2:06 '97

Kingsgate Associates II, LTD

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

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

Benderson - Victoria, L.C. is deleted as the general partner. Post Falls Management Associates, LLC. is substituted as general partner. This change is made to correct an error in the name of the general partner

M 9 700000619.

GP address: 570 Delaware Avenue
Buffalo, NY 14202
Post Falls Management Associates, LLC

by: David H. Baldauf, Inc.
David H. Baldauf

(Signature of a General Partner)

David H. Baldauf, Vice President

(Typed or printed name of General Partner signing above)

STATE OF New York

COUNTY OF Erie

On this 7th day of October, 19 97,
personally appeared before me,

- David H. Baldauf
who is personally known to me
 whose identity I proved on the basis of _____

Blaine S. Schwartz
(Notary Public Signature)

(Notary's Printed Name)

BLAINE S. SCHWARTZ
NOTARY PUBLIC, STATE OF NEW YORK
QUALIFIED IN ERIE COUNTY
My Commission Expires June 29, 1998

Seal

My Commission Expires: