



THE UNITED STATES
CORPORATION
COMPANY

A97000002454

ACCOUNT NO. : 072100000032

REFERENCE : 625093 4801730

AUTHORIZATION

Patricia P. Pitt

COST LIMIT : \$ ~~87.50~~

ORDER DATE : December 8, 1997

105.00

ORDER TIME : 10:08 AM

ORDER NO. : 625093-005

000002365300--9

CUSTOMER NO: 4801730

CUSTOMER: Carol A. Goodman, Legal Asst
Robinson, Silverman, Pearce,
1290 Avenue Of The Americas
32nd Floor
New York, NY 10104

RECEIVED
97 DEC -8 AM 10:48
DIVISION OF CORPORATION

DOMESTIC AMENDMENT FILING

NAME: R. A. FT. MYERS LTD.

EFFECTIVE DATE: 11-07-97

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:

FILED
97 DEC -8 PM 2:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/8/97
311

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

FILED
97 DEC -8 PM 2:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

R.A. Ft. Myers 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 Department of State on November 7, 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 No. 8 is being amended to add a general partner and hereby reads as follows:

"8. Names of general partners	Street Address
Lewis R. Kaster	1290 Avenue of the Americas, 31st flr. New York, NY 10104
Stephen Leon	c/o Leon Management Group, Inc. 6560 West Roger Circle, Suite 16 Boca Raton, FL 33487"

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

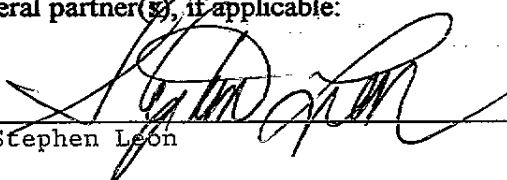
THIRD: Signature(s)

Signature of current general partner:



Lewis R. Kaster

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



Stephen Leon

