



**THE UNITED STATES
CORPORATION
COMPANY**

A 97000002683

105.00

105.00

ACCOUNT NO. : 072100000032

REFERENCE : 717760 . 7015A

AUTHORIZATION :

COST LIMIT : ~~\$ 105.00~~

ORDER DATE : February 24, 1998

ORDER TIME : 1:26 PM

ORDER NO. : 717760-005

CUSTOMER NO: 7015A

CUSTOMER: Walter Mccrory, Esq
J. Walter Mccrory, Pa
Suite 200
1512 E. Broward Boulevard
Ft. Lauderdale, FL 33301

ppd

500002439705--6
-03/24/98--01002--025
****255.00 ****105.00
500002439705--6

498A 00014414
498A 00014415

DOMESTIC AMENDMENT FILING

NAME: STEELER I, LTD.

298A 00014416

EFFECTIVE DATE:

03275/00266
498A 00014415

(6)

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: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:02

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304
2/28 FEB 24 PM 2:40
12/17/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 25, 1998

DEBORAH SCHRODER
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: STEELER I, LTD.
Ref. Number: A97000002683

RESUBMIT

Please give original
submission date as file date.

RECEIVED
98 MAR 17 AM 11:29
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:02

We have received your document for STEELER I, LTD. and the authorization to debit your account in the amount of \$105.00. However, the document has not been filed and is being returned for the following:

This partnership has not yet filed its 1998 Annual Report, which was supposed to have been filed before Dec. 31, 1997. Please resubmit the AMENDMENT with a completed 1998 Annual Report and the necessary fees.

ASSUMING the limited partner contributions still total \$990.00 or less, the TOTAL required to file the 1998 Annual Report will be \$141.25.

Since you will be filing an AMENDMENT along with the report, you may go ahead and CHANGE THE GENERAL PARTNER to 740, INC. on the Annual Report.

ALSO, PLEASE NOTE that the AMENDMENT MUST BE SIGNED by the new general partner -- 740, INC. Perhaps both Langsenkamps are also officers of 740, INC., and you could simply alter the Amendment to indicate that they were signing for the corporation instead of signing for themselves as limited partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 698A00010563

LAW OFFICES
J. WALTER McCrory
PROFESSIONAL ASSOCIATION
SUITE 200
COLEE HAMMOCK EXECUTIVE PLAZA
1512 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
TELEPHONE (954) 462-6124
FACSIMILE (954) 760-9920

March 13, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:02

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Mr. Buck Kohr

Re: Steeler I, Ltd.

Dear Mr. Kohr:

As you may recall, on February 17, 1998 we forwarded an Amendment to Certificate of Limited Partnership of Steeler I, Ltd. You returned that Amendment and asked that we refile the Amendment along with the 1998 Annual Report. You also indicated in your letter of February 25, 1998 that we should go ahead and change the General Partner to 740, Inc. on the Annual Report notwithstanding the note on the face of the Report stating that "General Partners MAY NOT BE CHANGED ON THIS FORM".

Accordingly, I enclose herewith the 1998 Annual Report for Steeler I, Ltd. whereon I have shown the General Partner to be changed from Steeler Management, Inc. to 740, Inc. I am also enclosing Amendment to Certificate of Limited Partnership of Steeler I, Ltd. showing 740, Inc. to be the new General Partner.

I have enclosed my office account check in the amount of \$255.00 in payment of the following:

Secretary of State
March 13, 1998
Page Two

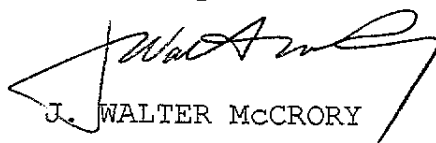
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:02

\$52.50	Amending Limited Partnership fee
52.50	Fee for Certified Copy of Amendment to Certificate of Limited Partnership
52.50	1998 Filing Fee
88.75	1998 Supplemental Fee
8.75	Fee for Certificate of Status
<u>\$255.00</u>	

To expedite the handling of this transaction, I have asked CSC to walk this through your office. I trust that you will be able to give CSC the Certificate of Good Standing upon receipt of this package so that CSC may fax me a copy of this Certificate promptly.

Thank you for your help in resolving this matter.

Sincerely,


J. WALTER MCCRORY

JWM:cn
Enclosures
cc: Steeler I, Ltd.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:02

AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
STEELER I, LTD.

The undersigned, being all of the general and limited partners of Steeler I, Ltd., do hereby amend the Certificate of Limited Partnership of Steeler I, Ltd., as follows:

"Steeler Management, Inc., is removed as general partner and the name and business address of the sole general partner is:

740, Inc.
1512 E. Broward Boulevard, Suite 200
Fort Lauderdale, FL 33301"

In all other respects, the Certificate of Limited Partnership of Steeler I, Ltd., is hereby ratified and confirmed

IN WITNESS WHEREOF, the Partners have executed this Certificate, under oath, this 4 day of March, 1998.


GENERAL PARTNER:

740, INC.

By: 

Kurt S. Langsenkamp

LIMITED PARTNERS:

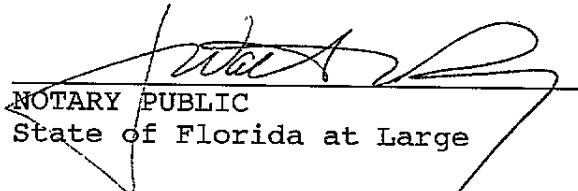

Henry J. Langsenkamp, III


Kurt J. Langsenkamp

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this
4th day of March, 1998, by HENRY J. LANGSENKAMP, III,
Limited Partner of Steeler I, Ltd., and KURT J. LANGSENKAMP,
Limited Partner of Steeler I, Ltd., and President of 740, Inc.,
who are personally known to me.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

Printed Name WALTER MCCRORY
Commission No. CC618268
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC618268
MY COMMISSION EXP. FEB. 15, 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:02