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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666, Fax (850) 222-1666

WALK IN

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2/12/03 *Rinda*

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Ltd Amend

1.) Palm Beach Plaza, Ltd
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

File 1st

SPECIAL INSTRUCTIONS

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
PALM BEACH PLAZA, LTD.
(A98000000467)**

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Pursuant to the provisions of Section 620.109, Florida Statutes, Palm Beach Plaza, Ltd., adopts the following Certificate of Amendment to its Certificate of Limited Partnership.

ARTICLE 1

The name of the limited partnership is Palm Beach Plaza, Ltd. (the "Partnership").

ARTICLE 2

The Certificate of Limited Partnership of the Partnership was filed with the Florida Department of State on February 18, 1998.

ARTICLE 3

Beno Enterprises, Inc., a Florida corporation, has withdrawn from its position as the general partner of the Partnership.

ARTICLE 4

In connection with the withdrawal of Beno Enterprises, Inc., Article 8 of the Certificate of Limited Partnership of the Partnership is hereby amended to reflect Palm Beach Plaza Management, LLC, a Florida limited liability company, with offices at 4490 Pine Tree Drive, Miami Beach, Florida 33140, as the new general partner of the Partnership.

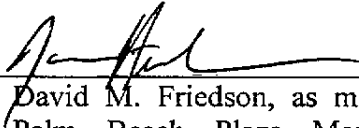
LOZ000016188

ARTICLE 5

This Certificate of Amendment of the Certificate of Limited Partnership of the Partnership shall be effective at the time of its filing with the Florida Department of State.

[SIGNATURES ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned has executed the foregoing instrument as of this 6th day of February 2003.

By: 
David M. Friedson, as manager of
Palm Beach Plaza Management,
LLC, general partner

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