

Division of Corporations

# A98000000542

Page 1 of 1

Florida Department of State  
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### LIMITED PARTNERSHIP AMENDMENT

#### MIAMI RIVER PARK ASSOCIATES, LTD.

Certificate of Status	1
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Page Count	03-4
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**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MIAMI RIVER PARK ASSOCIATES, LTD.**

Pursuant to provisions of Section 620.109 of the Florida Revised Uniform Limited Partnership Act, this Florida limited partnership, whose certificate was filed with the Florida Department of State (the "Department") on February 26, 1998, adopts the following certificate of amendment to its certificate of limited partnership:

1. The name of the Limited Partnership is:  
Miami River Park Associates, Ltd.
  
2. The names and addresses of the General Partners of the Partnership are:  
BAME Development Corporation of South Florida, Inc.  
245 NW 8<sup>th</sup> Street  
Miami, FL 33136  
*N 48031*
  
- GHG Miami River LLC  
c/o The Gatehouse Group  
313 Congress Street  
Boston, Massachusetts 02210  
*m98000001396*

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

Filed by:  
Brian J. McDonough, Esq.  
Florida Bar No. 0337927  
Stearns Weaver Miller Weissler  
Alhadeff & Sitterson, P.A.  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130  
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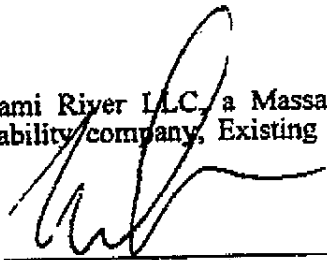
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IN WITNESS WHEREOF, the undersigned have signed this Amended and Restated Certificate of Limited Partnership as General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: December 31, 1998

GHG Miami River LLC, a Massachusetts limited liability company, Existing General Partner

By:   
Name: Marc S. Ploskier  
Manager

BAME Development Corporation of South Florida, Inc., a Florida non-profit corporation, New General Partner

By: See attached page  
John F. White  
President

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IN WITNESS WHEREOF, the undersigned have signed this Amended and Restated Certificate of Limited Partnership as General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: December 21, 1998

GHG Miami River LLC, a Massachusetts limited liability company, Existing General Partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Manager

BAME Development Corporation of South Florida, Inc., a Florida non-profit corporation  
New General Partner

By: John F. White  
John F. White  
President

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