



THE UNITED STATES
CORPORATION
COMPANY

A980000010937

ACCOUNT NO. : 072100000032

REFERENCE : 452647 6922A

AUTHORIZATION :

COST LIMIT : \$ PPD

99 NOV -2 PM 4: 17
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : November 2, 1999

ORDER TIME : 10:42 AM

ORDER NO. : 452647-005

CUSTOMER NO: 6922A

800003032628--6
-11/02/99--01075--004
*****68.25 *****61.25

CUSTOMER: Carol Aronson, Esq
Weiner & Aronson, P.a.
102 North Swinton Avenue
The Clark House
Delray Beach, FL 33444-2614

DOMESTIC AMENDMENT FILING

NAME: MARCO ACQUISITIONS, LIMITED

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

99 NOV -2 PM 4: 17
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
99 NOV -2 PM 12: 10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Handwritten initials: (C)

Handwritten date: 11/2/99

**AMENDMENT AND RESTATEMENT OF
CERTIFICATE OF LIMITED PARTNERSHIP**

OF

MARCO ACQUISITIONS, LIMITED

(Filed in accord with Chapter 620.109, F.S.)

We, the undersigned, hereby associate ourselves together and sign and swear to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

1. **Name of the Partnership.** The name of the Partnership shall be Marco Acquisitions, Limited.

2. **Character of Business.** The character of the business to be conducted by the Partnership is to acquire and hold real property for investment and to improve, sell and exchange or lease real property for the purpose of obtaining the gains therefrom.

3. **Mailing Address, Principal Place of Business and Agent for Service of Process.** The mailing address of the Partnership shall be 4600 Hillcrest Drive Hollywood, Florida 33021 and service of process shall be made on Michael S. Weiner, Esquire, 102 North Swinton Avenue, Delray Beach, Florida 33444.

4. **Name and Place of Residence of Each Partner.**

(a) The name and business address of the General Partner is as follows:

<u>Name</u>	<u>Residence</u>
Marco Acquisitions, Inc. F98000002151	32260 King Street New Boston, MI 48164

(b) The name and place of residence of the Limited Partners are as follows:

<u>Name</u>	<u>Residence</u>
P. David Hickey	32260 King Street New Boston, MI 48164

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -2 PM 4:17

V. Robert Colton

4305 Creekview Rd.
West Bloomfield, MI

Theodore G. Rekstis

2583 West Orchard Circle
Davie, FL 33328

FILED
STATE
DIVISION OF CORPORATIONS
99 NOV -2 PM 4:17

5. **Term.** The term for which the Partnership is to exist shall be for the term of fifty (50) years, unless sooner terminated under the Limited Partnership Agreement.

6. **Contributions of Partners.** The General Partner and Limited Partners are contributing cash to the Limited Partnership as follows:

Marco Acquisitions, Inc. (General)	\$ 10.00
P. David Hickey (Limited)	\$390.00
V. Robert Colton (Limited)	\$450.00
Theodore G. Rekstis (Limited)	\$150.00

There are no anticipated future contributions.

7. **Return of Contributions.** The time when the contributions of the Limited Partners are to be returned is on termination of the Limited Partnership. However, the Limited Partnership Agreement allows the earlier return of capital contribution.

8. **Profits, etc.** The share of profits or the other compensation by way of income which the General Partner and Limited Partners shall receive by reason of their contributions are as follows:

<u>Name</u>	<u>Percentage</u>
Marco Acquisitions, Inc. (General)	1%
P. David Hickey (Limited)	39%
V. Robert Colton (Limited)	45%
Theodore G. Rekstis (Limited)	15%

9. **Assignee of Limited Partner.** A Limited Partner may substitute an assignee as contributor in his place. The legal representative may be substituted for a deceased Limited Partner at such time as the General Partner consents.

10. **Additional Limited Partners.** Additional Limited Partners shall be admitted only upon agreement of the General Partner and Limited Partners.

11. **No Right to Priority.** No right is given to any Limited Partner, to priority over other Limited Partners as to contribution or as to income.

12. No Right of Limited Partner to Demand Property Other Than Cash. No right is given to the Limited Partner to demand and receive property other than cash in return for his contributions.

13. The Registered Agent for the Limited Partnership shall be Michael S. Weiner, and the Registered Office shall be Weiner & Aronson, P.A., 102 North Swinton Avenue, Delray Beach, Florida, 33444.

DATED this 28 day of OCTOBER, 1999.

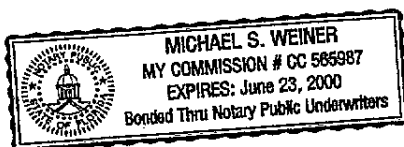
GENERAL PARTNER:
MARCO ACQUISITIONS, INC.

By: P. David Hickey
Its: PRES.

RECEIVED
OFFICE OF THE CLERK OF THE
SUPREME COURT
99 NOV -2 PM 4:17

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 28 day of OCTOBER, 1999 by P. DAVID HICKEY PRES of MARCO ACQUISITIONS, INC. a Michigan corporation, on behalf of the corporation, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



Michael S. Weiner
Notary Public

MICHAEL S. WEINER
Printed Signature of Notary

My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts designation as Registered Agent for Marco Acquisitions, LIMITED.

Michael S. Weiner
MICHAEL S. WEINER