

COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: AUDREY STERN FAMILY PARTNERSHIP, LTD.

Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Robert P. Saltsman

Contact reison

Robert P. Saltsman, P.A. Firm/Company

222 S. Pennsylvania Ave., Suite 200

Address

Winter Park, FL 32789 City, State and Zip Code

wmstern@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

 Robert P. Saltsman
 at (__407__)
 647-2899

 Name of Contact Person
 Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

√\$52.50 Filing Fee

\$61.25 Filing Fee and Certificate of Status \$105.00 Filing Fee and Certified Copy \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 MAILING ADDRESS:

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

AMENDMENT TO AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF AUDREY STERN FAMILY PARTNERSHIP, LTD.

This is an Amendment to the Affidavit and Certificate of Limited Partnership of AUDREY STERN FAMILY PARTNERSHIP, LTD., a Florida limited partnership, pursuant to Florida Statutes Section 620,1201. The Partnership's Certificate was originally filed on October 8, 1998 and assigned document number A98000002328.

The Affidavit and Certificate of Limited Partnership is amended as follows:

- FIRST: WILLIAM M. STERN and LAWRENCE E. STERN, SUCCESSOR CO-TRUSTEES, OF THE AUDREY STERN REVOCABLE LIVING TRUST U/A/D OCTOBER 2, 1998 hereby withdraw for all purposes as the General Partners of the Partnership, and assign the partnership interest to the new General Partners set forth in Article Second below.
- SECOND: The new General Partners are: WILLIAM M. STERN and LAWRENCE E. STERN and the mailing address of the General Partner is 330 N. Broadway Avenue, Orlando, FL 32803.
- THIRD: By majority vote, the Limited Partners of the Partnership have agreed to continue the business of the limited partnership and have consented to the appointment of the new General Partners, as evidenced by their signatures on the attached Exhibit "A."
- FOURTH: This certificate of amendment shall be effective at the time of its filing with the Florida Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand this 22 day of he brozer

2011.

GENERA! PARTNERS" "WITHDRAWII

WILLIAM M. STERN, SUCCESSOR CO-TRUSTEE OF THE AUDREY STERN REVOCABLE TRUST U/A/D 10/02/98

SUCCESSOR CO-LAWRENCE F STERN.

TRUSTEE OF THE AUDREY STERN REVOCABLE

"NEW GENERAL PARTN WILLIAM M STERN Cn

LAWRENCE E. STERN

Exhibit A

Consent of Limited Partners

The undersigned, constituting all of the Limited Partners of AUDREY STERN FAMILY PARTNERSHIP, LTD., hereby consent to the Amendment to Affidavit and Certificate of Limited Partner of AUDREY STERN FAMILY PARTNERSHIP, LTD. to which this Exhibit A is attached.

WILLIAN M. STERN

4 LAWRENCE E. STERN

ROBERT P. SALTSMAN, P. A.

Attorney at Law

222 South Pennsylvania Avenue, Suite 200 Winter Park, Florida 32789 Telephone: (407) 647-2899 Telefax: (407) 628-2307 Post Office Box 2146 Winter Park, Florida 32790 Writer's E-Mail Address:

<u>aimee@saltsmanpa.com</u>

March 30, 2011

Via Certified Mail Receipt No. 7113 1960 2540 0000 5752 Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Amendment to Agreement and Certificate of Limited Partnership of Audrey Stern Family Partnership, Ltd.

Dear Sir/Madam:

Enclosed for filing is the form cover letter, along with Amendment to Agreement and Certificate of Limited Partnership of Audrey Stern Family Partnership, Ltd. Also enclosed is check number 1130 in the amount of \$52.50 for the filing fee for same.

If you need anything further from us, please feel free to contact me. Thank you for your assistance.

Sincerely. ine. Aimee Ellen Rox

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Legal Assistant

:aer Enclosures