

CORP
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

A99000000570

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS
DATE: 2/23/00
REF. #: 0174-10776
CORP. NAME: The Gerstenfeld Family
Limited Partnership

00 FEB 23 PM 1:04
STATE OF FLORIDA
DIVISION OF CORPORATIONS

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# 7098 FOR \$ 52.50

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: 300003144109--1
-02/23/00--01021--014
*****52.50 *****52.50

6

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials _____

RECEIVED
60 FEB 23 AM 9:54
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2/23/00

**FIRST AMENDMENT TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE GERSTENFELD FAMILY LIMITED PARTNERSHIP,
a Florida limited partnership**

00 FEB 23 PM 1:04
NOTARIAL PUBLIC
JENNIFER L. ALLEN
STATE OF FLORIDA

The undersigned, constituting the general partners of THE GERSTENFELD FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, whose Certificate of Limited Partnership was filed with the Secretary of State, State of Florida on April 7, 1999, hereby amends said Certificate of Limited Partnership of THE GERSTENFELD FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, as follows:

1. Paragraph 2.1(a) is hereby amended to read as follows:

PO0000014420

General Partner. The term "General Partner" shall mean High Note of Longboat Key, Inc., a Florida corporation, or any other person or entity admitted as a General Partner by consenting to be bound by the terms of this Agreement. A General Partner may be both a General Partner and a Limited Partner. The address of the General Partner is: 2425 Gulf of Mexico Drive, Unit 10D, Longboat Key, Florida 34228.

2. Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.
3. The execution of this Certificate by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, pursuant to Paragraph 10.5 of the Partnership Agreement, the undersigned general partners of the partnership have consented to the execution of this Amendment to the Certificate of Limited Partnership of THE GERSTENFELD FAMILY LIMITED PARTNERSHIP, a Florida limited partnership below, on this 10th day of February, 2000.

ORIGINAL FILED IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT IN AND FOR THE COUNTY OF DALLAS, TEXAS
FEB 10 2000 PM 1:04

WITNESSES:

Jack M. Mang

Lenore W. Gerstenfeld

LENORE W. GERSTENFELD as Trustee of
the LENORE W. GERSTENFELD LIVING
TRUST u/a/d July 18, 1986,

[Signature]

Current "GENERAL PARTNER"

HIGH NOTE OF LONGBOAT KEY, a Florida
Corporation

Jack M. Mang

By: Michael Cory

MICHAEL CORY, its President

Theresa D. Dunn

New "GENERAL PARTNER"