



THE UNITED STATES
CORPORATION
COMPANY

A99000000942

ACCOUNT NO. : 072100000032

REFERENCE : 339417 4303929

AUTHORIZATION :

COST LIMIT :

Patricia Pignatelli
~~113.75~~ 113.75

ORDER DATE : August 12, 1999

ORDER TIME : 12:36 PM

ORDER NO. : 339417-015

CUSTOMER NO: 4303929

CUSTOMER: Mr. Manuel R. Valcarcel
Greenberg Traurig
1221 Brickell Avenue
21st Floor
Miami, FL 33131

100002958371--2

DOMESTIC AMENDMENT FILING

NAME: TRIVEST FURNITURE PARTNERS,
LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 PM 2:58

mpc
8/12/99

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
TRIVEST FURNITURE PARTNERS, LTD.**

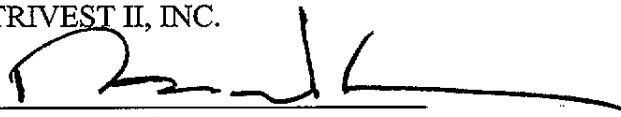
FILED STATE
SECRETARY OF CORPORATIONS
99 AUG 12 PM 2:58

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole General Partner of TRIVEST FURNITURE PARTNERS, LTD., does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is TRIVEST FURNITURE PARTNERS, LTD.
2. The date of filing of the original Certificate of Limited Partnership was **June 10, 1999** under Document #**A99000000942**.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to correct the signature block of the General Partner, previously reflected on page 2 of the original Certificate of Limited Partnership, as indicated below:

TFP, LTD.,
a Florida limited partnership,
General Partner

By: TRIVEST II, INC.

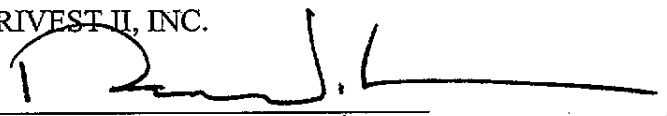

Peter W. Klein
Managing Director

3. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the undersigned general partner has executed this
Certificate of Amendment to Certificate of Limited Partnership on the 11th day of August, 1998
for the purposes herein expressed.

TFP, LTD.,
A Florida limited partnership,
General Partner

By: TRIVEST II, INC.



Peter W. Klein
Managing Director

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AUG 12 PM 2:58