

June 5, 2001

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

500004423606--5 -06/18/01--01017--008 ****105.00 ****105.00

Re: BankAtlantic Financial Technology Venture Partners, Ltd. A99000000997

Certificate of Amendment

Dear Sir or Madam:

Enclosed please find the following with reference to the above named entity:

- Certificate of Amendment to Certificate of Limited Partnership
- Our Check # 105794 in the amount of \$105.00, representing the \$52.50 filing fee and \$52.50 for a certified copy of the amendment
- Copy of your letter dated May 23, 2001
- 2001 Uniform Business Report along with our check #1028 in the amount of \$146.25.

If you have any questions with respect to any of the above, please contact Cenia Gilbert, BFC Financial Corporation, 1750 East Sunrise Boulevard, Fort Lauderdale, FL 33304, (952) 760 \$200. Please forward the acknowledgment of this letter to the above named individual.

Very truly yours,

Cenia A. Gilbert

Administrative Assistant

Enclosures

FF \$50,50 ac 50,50



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 23, 2001

BANKATLANTIC FINANCIAL TECHNOLOGY VENTURE PARTNERS, LTD 1750 EAST SUNRISE BOULEVARD FORT LAUDERDALE, FL 33304

SUBJECT: BANKATLANTIC FINANCIAL TECHNOLOGY VENTURE

PARTNERS, LTD.

Ref. Number: A99000000997

We have received your document for BANKATLANTIC FINANCIAL TECHNOLOGY VENTURE PARTNERS, LTD. and check(s) totaling \$141.25. However, your check(s) and document are being returned for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Registration/Qualification Section
Division of Corporations Letter Number: 601A00031738

O1 JUN 18 PM 1: 35

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF BANKATLANTIC FINANCIAL TECHNOLOGY VENTURE PARTNERS, LTD.

Pursuant to the provisions of Section 620.109 of the Florida Statutes, BankAtlantic Financial Technology Venture Partners, Ltd., a Florida limited partnership, whose certificate was filed with the Florida Department of State on June 21, 1999, adopts the following certificate of amendment to its certificate of limited partnership

FIRST:

Amendment: Article 4 is being amended to read as follows:

4. The name and address of the sole General Partner of the Partnership is:

BankAtlantic Financial Technology Venture Partners, LLC 1750 East Sunrise Boulevard Fort Lauderdale, FL 33304

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

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Amendment to Certificate of Limited Partnership as General Partner pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED:

May 29, 2001

Bank Atlantic Financial Technology Venture Partners, LLC, a Florida limited liability company, sole General Partner

Glen R. Gilbert, Executive Vice President

OF O