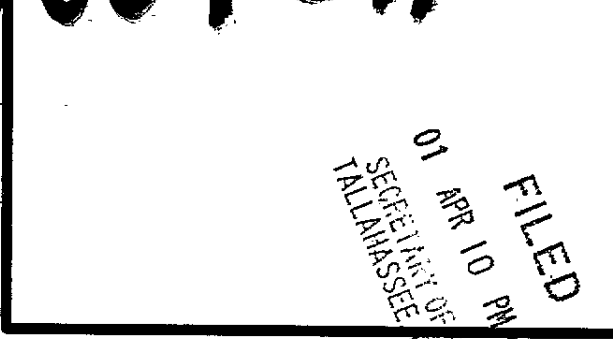


Sum...
A99000001211

Requester Name
Address
City/State/Zip Phone #



CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. Ives Dairy - Miami Limited (Corporation Name) Partnership (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

RECEIVED
01 APR 10 AM 10:25
DIVISION OF CORPORATION

- Walk in Pick up time
- Mail out Will wait Photocopy

- Certified Copy *need two (2) C/C*
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

600003984146--9
-04/10/01--01013--014
****157.50 ****157.50

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

*3/10
4/10/01*

Examiner's Initials

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
IVES DAIRY-MIAMI LIMITED PARTNERSHIP

FILED
01 APR 10 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole general partner of IVES DAIRY-MIAMI LIMITED PARTNERSHIP, 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 IVES DAIRY-MIAMI LIMITED PARTNERSHIP.
2. The date of filing of the original Certificate of Limited Partnership was July 26, 1999.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect a change in the name of the Limited Partnership to:

SAN MICHELLE-PALM BEACH LIMITED PARTNERSHIP

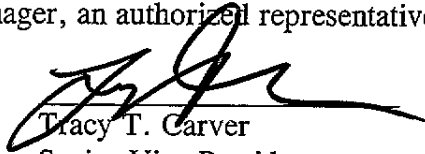
4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the sole general partner has executed this Certificate of Amendment to Certificate of Limited Partnership on the 6th day of April, 2001.

SOLE GENERAL PARTNER:

FL MSII/SEPII GP, L.C.,
a Florida limited liability company
General Partner

By: Hearthstone,
a California corporation
Manager, an authorized representative

By: 
Tracy T. Carver
Senior Vice President

FILED
01 APR 10 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA