

Document Number Only

B98000000043

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

CP Miami Retail Managers, L.P.

600002590756
-07/16/98-01065-023
*****52.50 *****52.50

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Annual Report
- Name Registration
- Fictitious Name
- Photo Copies
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- Will Wait
- Merger
- Mark
- Other
- Change of RA
- UCC
- CUS
- After 4:30
- Pick Up

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DIVISION OF CORPORATIONS
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Name Availability	
Document Examiner	dec
Updater	dec
Verifier	dec
Acknowledgment	dec
W.P. Verifier	dec

7-16-98

Thanks,
Jeff

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DIVISION OF CORPORATION
99 JUL 16 AM 11:03

CERTIFICATE OF AMENDMENT
TO
APPLICATION OF REGISTRATION
OF
CP MIAMI RETAIL MANAGERS, L.P.

Pursuant to the provisions of section 620.173 Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:


The registration application is amended as follows:

The names and business addresses of the general partners of the Partnership are CP Miami Retail Operating Corporation, a Delaware corporation, 10777 Westheimer, Suite 1000, Houston, Texas 77042 and Omni Retail GP, Inc., a Florida corporation, 3250 Mary Street, Suite 500, Miami, Florida 33133.

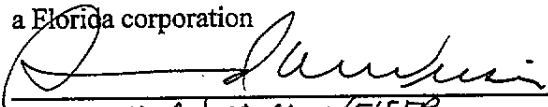
P97000081193

F97000005729

CP Miami Retail Operating Corporation,
a Delaware corporation


Name: James R. Nickles
Title: Vice President

Omni Retail GP, Inc.,
a Florida corporation

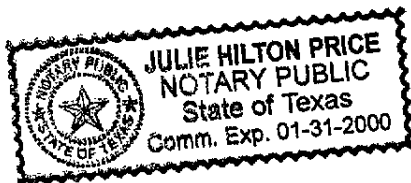

Name: SHERWOOD M. WEISER
Title: PRESIDENT

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DIVISION OF CORPORATIONS
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STATE OF Texas
COUNTY OF Dallas

On this 13th day of July, 1998, James R. Nickles personally appeared before me,
 who is personally known to me whose identity I proved on the basis of _____

Seal




(Notary Public Signature)

JULIE H. PRICE
(Notary's Printed Name)

My Commission Expires: 1-31-2000

STATE OF FL
COUNTY OF Dade

On this 7 day of July, 1998, SHERWOOD M. WEISER personally
appeared before me, who is personally known to me whose identity I proved on the basis of

Seal

Gwen C. Newell
(Notary Public Signature)

Gwen C. Newell
(Notary's Printed Name)

My Commission Expires: _____

