

STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATION

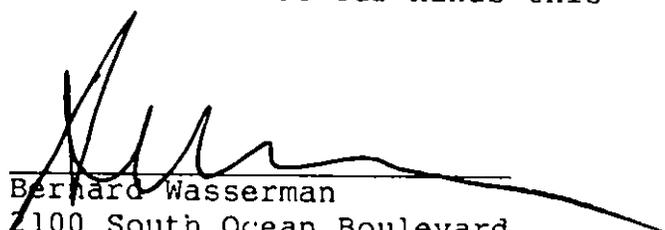
SECOND AMENDMENT TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF BERDON REALTY ASSOCIATES

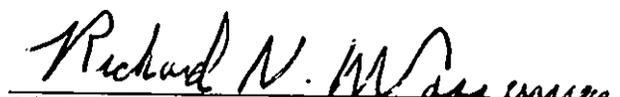
KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, having amended our Limited Partnership Agreement to more accurately state the purposes of the Partnership and the authorized acts of the general partner, and desiring to amend the Certificate of Limited Partnership of Berdon Realty Associates which was filed in the office of the Secretary of State of Rhode Island prior hereto (the "Certificate"), to reflect the aforementioned amendment, do solemnly swear as follows:

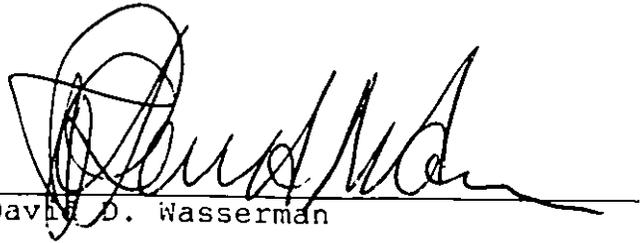
1. Article Second of the Certificate is hereby deleted in its entirety and replaced with the following:

SECOND: The character of business conducted by the Partnership shall be to engage in the real estate development business to engage in the real estate development business together with all the business necessary or related thereto, including but not limited to the ownership, financing, leasing, operation, management, development, improvement, sale or transfer of, or investment in real property, and the making of investments in other limited or general partnerships, corporations, or other entities engaged in the activities previously described."

IN WITNESS WHEREOF, we have hereunto set our hands this
17 day of September, 1985.


Bernard Wasserman
2100 South Ocean Boulevard
Apartment 306N
Palm Beach, Florida


Richard N. Wasserman
2100 South Ocean Boulevard
Apartment 306N
Palm Beach, Florida



David D. Wasserman



Ina Wasserman
2100 South Ocean Boulevard
Apartment 306N
Palm Beach, Florida

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

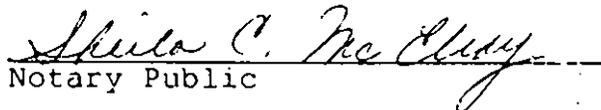
In Providence in said County and State on the 17 day of September, 1985, before me personally appeared BERNARD WASSERMAN, to me known and known by me to be the person executing the foregoing instrument, and, being first duly sworn, he acknowledged said instrument, by him executed to be his free act and deed and that the foregoing statements are true.


Notary Public

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

In Providence in said County and State on the 17 day of September, 1985, before me personally appeared RICHARD N. WASSERMAN, to me known and known by me to be the person executing the foregoing instrument, and, being first duly sworn, he acknowledged said instrument, by him executed to be his free act and deed and that the foregoing statements are true.


Notary Public

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

In Providence in said County and State on the 17 day of September, 1985, before me personally appeared DAVID D. WASSERMAN, to me known and known by me to be the person executing the foregoing instrument, and being first duly sworn, he acknowledged said instrument, by him executed to be his free act and deed and that the foregoing statements are true.


Notary Public

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

In Providence in said County and State on the 17 day of September, 1985, before me personally appeared INA WASSERMAN, to me known and known by me to be the person executing the foregoing instrument, and, being first duly sworn, she

acknowledged said instrument, by her executed to be her free
act and deed and that the foregoing statements are true.

Sheila C. McCray
Notary Public

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