

State of _____

Amendment No. _____ to Partnership Agreement

This Amendment No. _____ to the Partnership Agreement (the "Amendment") is made as of this _____ day of _____, 20_____, by and between:

_____ [Partner], located at _____ and

_____ [Partner], located at _____ and

_____ [Partner], located at _____ and

_____ [Partner], located at _____

(each, a "Partner" and collectively, the "Partners").

WHEREAS, the Partners formed a partnership under the name _____
_____ [Partnership name] pursuant to a Partnership Agreement dated as of
_____ [Date], and any amendments thereto (the "Partnership Agreement").

WHEREAS, the Partners now wish to amend certain provisions of the Partnership Agreement
(pursuant to Section _____ of the Partnership Agreement).

NOW THEREFORE, in consideration of the premises and mutual covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Partners agree as follows:

Added Provisions

1. _____ [Article/Section number] is hereby added to the Partnership Agreement as follows:

2. _____ [Article/Section number] is hereby added to the Partnership Agreement as follows:

3. _____ [Article/Section number] is hereby added to the Partnership Agreement as follows:



Sentence Amendment

4. _____ [Article/Section number] of the Partnership Agreement is hereby amended by replacing the sentence " _____ " with the following sentence: _____

5. _____ [Article/Section number] of the Partnership Agreement is hereby amended by replacing the sentence " _____ " with the following sentence: _____

6. _____ [Article/Section number] of the Partnership Agreement is hereby amended by replacing the sentence " _____ " with the following sentence: _____

Sentence Deletion

7. _____ [Article/Section number] of the Partnership Agreement is hereby amended to delete the following sentence: _____

8. _____ [Article/Section number] of the Partnership Agreement is hereby amended to delete the following sentence: _____

9. _____ [Article/Section number] of the Partnership Agreement is hereby amended to delete the following sentence: _____

Section Amendment and Restatement

10. _____ [Article/Section number] of the Partnership Agreement is hereby amended and restated in its entirety as follows: _____

11. _____ [Article/Section number] of the Partnership Agreement is hereby amended and restated in its entirety as follows: _____



12. _____ [Article/Section number] of the Partnership Agreement is hereby amended and restated in its entirety as follows: _____

Section Change

13. _____ [Article/Section number] of the Partnership Agreement is hereby amended as follows: _____

14. _____ [Article/Section number] of the Partnership Agreement is hereby amended as follows: _____

15. _____ [Article/Section number] of the Partnership Agreement is hereby amended as follows: _____

Section Deletion

16. _____ [Article/Section number] of the Partnership Agreement is hereby deleted in its entirety.

17. _____ [Article/Section number] of the Partnership Agreement is hereby deleted in its entirety.

18. _____ [Article/Section number] of the Partnership Agreement is hereby deleted in its entirety.

19. Additional Provisions: _____

20. Capitalized terms used herein but not otherwise defined shall have the meaning ascribed to them in the Partnership Agreement.

21. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original and all of which together, shall constitute one and the same document.



22. The terms of this Amendment shall be governed by and construed in accordance with the laws of the State of _____, not including its conflicts of law provisions.

23. Except as otherwise modified and amended herein, the Partnership Agreement remains unchanged and continues in full force and effect.

IN WITNESS WHEREOF, this Amendment No. _____ to the Partnership Agreement has been executed and delivered as of the date first written above.

SIGNATURES

Partner Signature

Partner Full Name

Representative Signature

Representative Name and Title

Partner Signature

Partner Full Name

Representative Signature

Representative Name and Title

Partner Signature

Partner Full Name

Representative Signature

Representative Name and Title



Partner Signature

Partner Full Name

Representative Signature

Representative Name and Title

