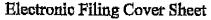
Division of Corporations

Page 1 of 1

Florida Department of State

Division of Corporations
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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : BLALOCK, LANDERS, WALTERS AND VOGLER, F.A.

Account Number : 076666003611 Phone : (941)748-0100 Fax Number : (941)745-2093

LIMITED PARTNERSHIP AMENDMENT

RAMBLER'S REST RESORT, LTD.

Certificate of Status	1
Certified Copy	
Page Count	03
Estimated Charge	\$113.75

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10/12/2000

FOURTH AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

A 11000

The undersigned having heretofore executed on August 17, 1981 the Certificate of Limited Partnership for RAMBLERS REST RESORT, LTD., a Florida Limited Partnership (referred to below as the Certificate), which Certificate was previously amended by Certificates filed in the Office of the Secretary of State, Tallahassee, Florida, on May 13, 1982, May 12, 1983, and May 12, 1986, do hereby execute, in identical multiple counterparts, having the respective execution pages attached to this Amendment, a Fourth Amendment to said Certificate according to Florida Statute §620.109 as follows:

Paragraph 4 of the Certificate regarding the general partners is amended to read as follows:

The General Partners Jan E. Smith and Mark E. McLaughlin are hereby removed as General Partners; henceforth the General Partners are:

at 1111 3rd Avenue West, Suite 110, Bradenton, FL 34205

RRR MEM, LLC, a Florida limited liability company, as General Partner at 5250 Riverview Blvd., Bradenton, FL 33529

RRR JES, LLC, a Florida limited liability company, as Managing General Partner

Each of which LLC's has a 1% partnership interest.

Paragraph 9 of the Certificate is deleted and the following substituted in its place

9. The Limited Partners shall be allocated 98% of partnership profits, which profits shall include but not be limited to, the distributions set forth in Paragraph 13 of this Agreement. The percentage of partnership profits that are allocated to limited partners may hereinafter change from time to time and any future percentage changes may be accomplished without amending the Certificate of Limited Partnership.

In all other respects the Certificate as originally executed and filed continues in full force and effect.

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BLALOCK LAUDERS WALTERS & VOGLER

FOURTH AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP (Cont.)

IN WITNESS WHEREOF the undersigned parties have executed and sworn to this Fourth Amendment to Certificate as of the 6th day of June, 2000.

GENERAL PARTNER

RRR JES, LLC, a Florida limited liability company

Jan E. Smith

Its: Member

STATE OF FLORIDA

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Jan E. Smith, known to me to be the General Partner described in the foregoing and he acknowledged to me that he both freely and voluntarily executed the same and swore that the statements contained therein are true to the best of his knowledge, information and belief.

SWORN TO AND SUBSCRIBED before me this 9 day of October, 2000.



Notary Public Py. 499

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My Commission Expires:

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GENERAL PARTNER

RRR MEM, LLC, a Florida limited liability company

Mark E. McLaughli

Its: Member

STATE OF FLORIDA

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Mark E. McLaughlin, known to me to be the General Partner described in the foregoing and he acknowledged to me that he both freely and voluntarily executed the same and swore that the statements contained therein are true to the best of his knowledge, information and belief.

SWORN TO AND SUBSCRIBED before me this 12th day of Oc 70 BER, 2000.

Notary Public

HOBERT G. BLALOCK

Notary Public, Slate of Florida

My Commission Expires:

No. CCB7979797

No. CCB7979797

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