



THE UNITED STATES
CORPORATION
COMPANY

A12550

ACCOUNT NO. : 072100000032

REFERENCE : 352155 1299A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 2, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 352155-005

CUSTOMER NO: 1299A

CUSTOMER: Robert L. Stone, Esq.
Clark Partington Hart Larry
P. O. Box 13010

Pensacola, FL 32591-3010

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 PM 1:14

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-05/07/97--01005--016
****105.00 ****105.00

DOMESTIC AMENDMENT FILING

NAME: PENSACOLA BAY, LTD

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

G. TAX
FILING 52.50
R. AGENT FEE
C. COPY 52.50
TOTAL 105.00
N. BANK
BALANCE DUE
FILING

RECEIVED
97 MAY -2 AM 10:49
DIVISION OF CORPORATION

**AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF PENSACOLA BAY, LTD.**

FILED
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97 MAY -2 PM 1:45

THE AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP

executed by the general partner of that Florida Limited Partnership known as **PENSACOLA BAY, LTD.**, for the following uses and purposes:

1. The name of the limited partnership is PENSACOLA BAY, LTD.
2. The date of filing of the original Certificate of Limited Partnership was May 21, 1982.
3. The Certificate of Limited Partnership is hereby amended and restated to read as

follows:

ARTICLE II, CHARACTER OF BUSINESS, is hereby amended and restate to read as follows:

Notwithstanding any other provisions of this Certificate of Limited Partnership Agreement to the contrary and for so long as any mortgage lien in favor of Secore Financial Corporation and its successors or assigns (the "First Mortgage") exists on any portion of the Property (as hereinafter defined), the following provisions shall apply and may not be amended or modified in any way without the prior written consent of the holder of the First Mortgage:

1. The nature of the business and of the purposes to be conducted and promoted by the partnership, is to engage solely in the following activities:

a. To own, hold, sell, assign, transfer, operate, lease, mortgage, pledge and otherwise deal with the certain parcels of real property, together with all improvements located thereon, in the County of Escambia, State of Florida, known as 6919 North Pensacola Boulevard, Pensacola, Florida 32505 (the "Property"); and

b. To exercise all powers enumerated in the Florida Revised Uniform Limited Partnership Act necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

IN WITNESS WHEREOF, this Amendment to the Certificate of Limited Partnership of Pensacola Bay, Ltd. is executed on the date hereinafter set forth.

WITNESS:

GENERAL PARTNER:

Cheryl G. Walker
Print Name: Cheryl G. Walker
Robert L. Stone
Print Name: ROBERT L. STONE

Anthony R. Boccanfuso
ANTHONY R. BOCCANFUSO
Dated: April 22, 1997

FILED
SECRETARY OF STATE
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97 MAY -2 PM 1:15