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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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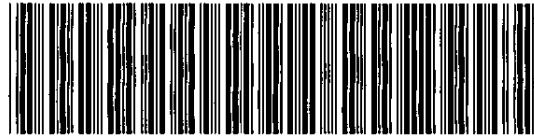
(Business Entity Name)

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D. BRUCE

MAY 13 2008

EXAMINER

**AMENDED AND RESTATED CERTIFICATE  
OF  
LIMITED PARTNERSHIP  
FOR  
RUTLAND RANCH, LTD.**

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We, the undersigned, desiring to amend and restate the Certificate of Limited Partnership for RUTLAND RANCH, LTD., a Florida limited partnership, filed in the office of the Secretary of State of the State of Florida, do hereby certify the following:

- (A) The name of the limited partnership is: RUTLAND RANCH, LTD.
- (B) The date on which the initial certificate for the limited partnership was filed by the Secretary of State of the State of Florida is: August 18, 1994.
- © The changes to the Certificate of Limited Partnership made by this amendment are more properly to identify the General Partners and the Limited Partners of RUTLAND RANCH, LTD., including their current addresses and ownership interests, as well as the current street and mailing address of the designated office of the limited partnership.
- (D) As amended the Certificate of Limited Partnership of RUTLAND RANCH, LTD., is hereby restated, as follows:

\* \* \* \* \*

- 1. The name of the partnership shall be RUTLAND RANCH, LTD. (the "Partnership").
- 2. The address of the office of the Partnership is:

c/o Regions Bank  
13535 Feathersound Drive, Ste. 220  
Clearwater, Florida 33762

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3. The name and address of the agent for service of process on the Partnership are as follows:

Mr. Gary A. Zino  
 c/o Regions Bank  
 13535 Feathersound Drive, Ste. 220  
 Clearwater, Florida 33762

4. The names, business addresses and ownership unites of the General Partners are as follows:

| <u>Name</u>   | <u>Address</u>                                  | <u>Unit Ownership</u>          |
|---|---|--------------------------------|
| Regions Bank, as Trustee of Trust B U/W of Hubert Rutland dated May 20, 1976                    | 106 St. Francis Street<br>Mobile, Alabama 36602 | 2300 General Partnership Units |
| Regions Bank, as Trustee f/b/o Sarah Holland Jernigan U/W of Ruth Rutland dated August 10, 1976 | 106 St. Francis Street<br>Mobile, Alabama 36602 | 100 General Partnership Units  |
| Regions Bank, as Trustee f/b/o Jan Leonard Jernigan U/W of Ruth Rutland dated August 10, 1976   | 106 St. Francis Street<br>Mobile, Alabama 36602 | 100 General Partnership Units  |
| Regions Bank, as Trustee f/b/o Peggy Lewis Rowe U/W of Ruth Rutland dated August 10, 1976       | 106 St. Francis Street<br>Mobile, Alabama 36602 | 100 General Partnership Units  |

5. The names, business addresses and ownership units of the Limited Partners are as follows:

| <u>Name</u>   | <u>Address</u>                                  | <u>Unit Ownership</u>             |
|---|---|-----------------------------------|
| Regions Bank, as Trustee of Trust B U/W of Hubert Rutland dated May 20, 1976                    | 106 St. Francis Street<br>Mobile, Alabama 36602 | 107,003 Limited Partnership Units |
| Regions Bank, as Trustee f/b/o Sarah Holland Jernigan U/W of Ruth Rutland dated August 10, 1976 | 106 St. Francis Street<br>Mobile, Alabama 36602 | 6,799 Limited Partnership Units   |
| Regions Bank, as Trustee f/b/o Jan Leonard Jernigan U/W of Ruth Rutland dated August 10, 1976   | 106 St. Francis Street<br>Mobile, Alabama 36602 | 6,799 Limited Partnership Units   |

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| <u>Name</u>   | <u>Address</u>                                  | <u>Unit Ownership</u>              |
|---|---|------------------------------------|
| Regions Bank, as Trustee f/b/o<br>Peggy Lewis Rowe U/W of<br>Ruth Rutland dated August 10, 1976 | 106 St. Francis Street<br>Mobile, Alabama 36602 | 6,799 Limited<br>Partnership Units |

6. The mailing address of the Partnership is:

c/o Regions Bank  
13535 Feathersound Drive, Ste. 220  
Clearwater, Florida 33762

7. The Partnership is not a limited liability partnership.

8. The latest date upon which the Partnership shall dissolve is December 31, 2019, unless sooner terminated as provided in the Limited Partnership Agreement of RUTLAND RANCH, LTD., dated August 12, 1994, or by law.

\* \* \* \* \*

IN WITNESS WHEREOF each of the parties hereto has subscribed and sworn to this Amended and Restated Certificate of Limited Partnership for RUTLAND RANCH, LTD., a Florida limited partnership, on the date and year indicated, but effective upon filing by the Secretary of State of the State of Florida, by affixing his or her signature to one of the following pages attached hereto.

[Remainder of page intentionally left blank]

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TALLAHASSEE, FLORIDA

GENERAL PARTNER:

REGIONS BANK, as Trustee of  
Trust B U/W of Hubert Rutland  
dated May 20, 1976

By: [Signature]  
Its: Senior Vice President

STATE OF FLORIDA     )  
                                  ) SS.  
COUNTY OF PINELLAS    )

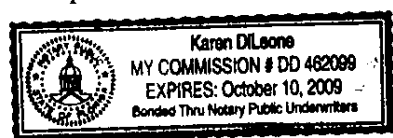
I hereby certify that on this 7 day of May, 2008, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Gary A. Zino, as Senior Vice President of REGIONS BANK, as Trustee of Trust B U/W of Hubert Rutland dated May 20, 1976, who is personally known to me to be the person described in and who executed the foregoing instrument, and acknowledged the execution thereof to be his free act and deed as such officer, for the uses and purposes therein mentioned; and the said instrument is the act and deed of said Regions Bank, as Trustee.

WITNESS my hand and official seal at the State and County aforesaid, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: [Signature]  
Print: KAREN DILEONE  
State of Florida at Large  
My Commission Expires:

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NOTARY PUBLIC  
TALLAHASSEE, FLORIDA



GENERAL PARTNER:

REGIONS BANK, as Trustee f/b/o  
Sarah Holland Jernigan U/W of  
Ruth Rutland dated August 10, 1976

By: [Signature]  
Its: Senior Vice President

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA     )  
                                  ) SS.  
COUNTY OF PINELLAS    )

I hereby certify that on this 7 day of May, 2008, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Gary A. Zino, as Senior Vice President of REGIONS BANK, as Trustee f/b/o Sarah Holland Jernigan U/W of Ruth Rutland dated August 10, 1976, who is personally known to me to be the person described in and who executed the foregoing instrument, and acknowledged the execution thereof to be his free act and deed as such officer, for the uses and purposes therein mentioned; and the said instrument is the act and deed of said Regions Bank, as Trustee.

WITNESS my hand and official seal at the State and County aforesaid, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: [Signature]  
Print: KAREN DILEONE  
State of Florida at Large  
My Commission Expires:



GENERAL PARTNER:

REGIONS BANK, as Trustee f/b/o  
Jan Leonard Jernigan U/W of  
Ruth Rutland dated August 10, 1976

By: [Signature]  
Its: Senior Vice President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA     )  
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NOTARY PUBLIC:

Sign: [Signature]  
Print: KAREN DI LEONE  
State of Florida at Large  
My Commission Expires:



GENERAL PARTNER:

REGIONS BANK, as Trustee f/b/o  
Peggy Lewis Rowe U/W of  
Ruth Rutland dated August 10, 1976

By: [Signature]  
Its: Senior Vice President

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Print: KAREN DILEONE  
State of Florida at Large  
My Commission Expires:

