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| REFERENCE: DATE: CONTACT: FROM: | 9-77-98 CINDY HICKS CORPORATE & CRIMINAL RESEARCH SERVICES 103 N. MERIDIAN STREET | EO STATONO |
| TELEPHONE: SUBJECT: | TALLAHASSEE FL 32301 222-1173 Dayton Convention Hotel Partnership, C | בוַו |
| STATE FEES PREPAID WI | TH CHECK # 3452 FOR \$ 105.00 | |
| PLEASE FILE: () ARTICLES OF INC. () ARTI | | / |
| Examiner's Initials | () CERTIFICATE OF STATUS () STAMPED COPY 9000264691909/23/9801031003 *****105.00 *****105.0 | : 8 |

FIRST AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF DAYTON CONVENTION HOTEL PARTNERSHIP, LTD.

The undersigned, as an existing General Partner of DAYTON CONVENTION HOTEL PARTNERSHIP, LTD., a Florida limited partnership (the "Partnership"), desiring to amend the Certificate of Limited Partnership of the Partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Section 620.109 of the Florida Statutes in order to substitute Kettles Florida Properties, Inc. for Richard H. Kettles as a General Partner of the Partnership, hereby certifies as follows:

- 1. The name of the Partnership is Dayton Convention Hotel Partnership, Ltd.
- 2. The initial Certificate of Limited Partnership was filed on January 28, 1998.
- 3. The Certificate of Limited Partnership of the Partnership is hereby amended as follows:

The names and business addresses of the General Partners are:

| <u>Name</u> | <u>Address</u> |
|----------------------------------|---|
| W. Alan Dayton, Trustee | 241 Tangier Avenue Palm Beach, Florida 33480 |
| Joanne M. Dayton, Trustee | 241 Tangier Avenue Palm Beach, Florida 33480 |
| Kettles Florida Properties, Inc. | 241 Tangier Avenue Palm Beach, Florida 33480 |

IN WITNESS WHEREOF, this First Amendment to Certificate of Limited Partnership was executed by a General Partner this 15th day of August 1998.

EXISTING GENERAL PARTNER:

W. Alan Dayton, Trustee

NEW GENERAL PARTNER:

KETTLES FLORIDA PROPERTIES, INC.

Richard H Kettles Presiden

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