



THE UNITED STATES
CORPORATION
COMPANY

A98000001210

ACCOUNT NO. : 072100000032

REFERENCE : 988410 6457A

AUTHORIZATION :

COST LIMIT : \$ 52.50

Patricia Pizit

ORDER DATE : October 7, 1998

ORDER TIME : 2:21 PM

ORDER NO. : 988410-005

700002658477--4

CUSTOMER NO: 6457A

CUSTOMER: Ms. Carol Ann Justice
Arnold Matheny & Eagan, P.A.
P. O. Box 2967

Orlando, FL 32802-2967

DOMESTIC AMENDMENT FILING

NAME: ARNOLD GROVES AND RANCH, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

BK 10/7/98

DIVISION OF CORPORATION

98 OCT -7 PM 3:32

RECEIVED

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -7 AM 10:39

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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned personally appeared JOHN R. ARNOLD, President of JOHN R. ARNOLD, INC., a Florida corporation, and JOHN R. ARNOLD, M.D., constituting the general partners of ARNOLD GROVES AND RANCH, LTD., a Florida limited partnership (the "Partnership"), who being duly sworn, certified as follows:

1. The amount of additional capital contributions to the Partnership made by the Limited Partner was, as of the time of the filing of the Supplemental Affidavit dated September 15, 1998, \$104,404.00, making a total amount of contributions to that date of \$105,404.00.

2. The amount of additional capital contributions anticipated to be contributed by the Limited Partners was, as of the time of the signing of the Supplemental Affidavit dated September 15, 1998, \$3,480,999.00.

3. This Supplemental Affidavit of Capital Contributions is to amend a prior Affidavit to correct capital contributions which were inadvertently calculated incorrectly.

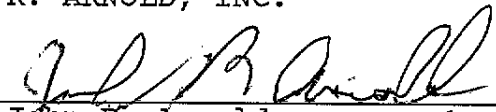
FURTHER AFFIANT SAYETH NOT.

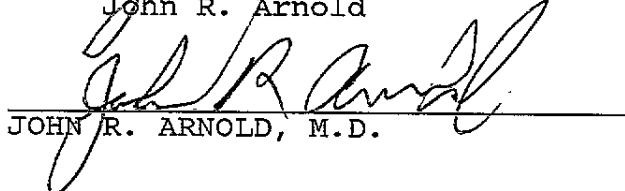
Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

General Partners

JOHN R. ARNOLD, INC.

By:


John R. Arnold

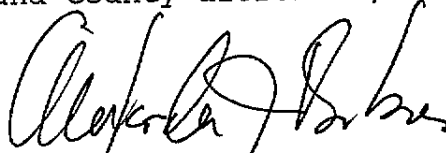

JOHN R. ARNOLD, M.D.

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STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared John R. Arnold, M.D., Individually and as President of John R. Arnold, Inc. known to me and known by me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Amended Affidavit individually and as President of the John R. Arnold, Inc., the General Partners of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5th day of October, 1998.



Notary Public
My Commission Expires:

ALEXANDER J. OMBRES
Notary Public, State of Florida
My Comm. Expires July 21, 1999
Comm. No. CC128992