

A 99000001305

Requestor's Name _____
 Address _____
 City/State/Zip _____ Phone # _____

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 SECRETARY OF CORPORATIONS
 DIVISION OF CORPORATIONS
 99 OCT 21 PM 12:56

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Florida Shelf Project #40 Limited Partnership
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>name change</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

RECEIVED
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 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 ****105.00 ****105.00

h/c
 10/21/99

Examiner's Initials _____

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
FLORIDA SHELF PROJECT #40 LIMITED PARTNERSHIP

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 21 PM 12:56

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole general partner of FLORIDA SHELF PROJECT #40 LIMITED PARTNERSHIP, does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is FLORIDA SHELF PROJECT #40 LIMITED PARTNERSHIP.
2. The date of filing of the original Certificate of Limited Partnership was August 10, 1999.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect a change in the name of the Limited Partnership to:

FOX RIDGE-PARKLAND LIMITED PARTNERSHIP

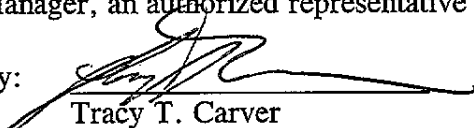
4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the sole general partner has executed this Certificate of Amendment to Certificate of Limited Partnership on the 20th day of October, 1999.

SOLE GENERAL PARTNER:

FL MSII/SEPII GP, L.C.,
a Florida limited liability company
General Partner

By: Hearthstone
a California corporation
Manager, an authorized representative

By: 
Tracy T. Carver
Senior Vice President