

# A00000000463

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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## LIMITED PARTNERSHIP AMENDMENT

FC BEACH, LTD.

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 1        |
| Page Count            | 02       |
| Estimated Charge      | \$105.00 |

Key: 1518597-0001

Rec'd  
4/7/00

**AMENDMENT TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
FC BEACH, LTD.  
a Florida limited partnership**

THE UNDERSIGNED, being all of the general partners of FC Beach, Ltd., a Florida limited partnership ("the Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on March 14, 2000, hereby amend said Certificate of Limited Partnership of the Partnership as follows:

Section 7 is hereby deleted in its entirety and the following is substituted therefor:

7. Name and Address of the General Partner.

The name and address of the General Partner is:

FC Beach, LLC M00000000674  
c/o Gulf Bay Management, Inc.,  
3470 Club Center Boulevard  
Naples, FL 34114-0816  
Attn: Aubrey J. Ferrao

Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

This amendment is being filed within thirty (30) days after the withdrawal of general partners, GBFC Beach, Ltd., a Florida limited partnership, and Parcel M-I, Inc., a Florida corporation, which occurred on March 15, 2000.

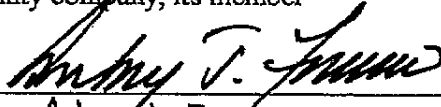
The execution of this certificate by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Certificate of Limited Partnership of FC Beach, Ltd., this 17 day of March, 2000.

GENERAL PARTNER:

FC BEACH, LLC, a Delaware limited liability company

By: Fiddler's Creek, LLC, a Delaware limited liability company, its member

By:   
Aubrey J. Ferrao  
Authorized Representative

00 APR - 7 PM 5:00

STATE OF FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

Fax Audit No. H00000015785

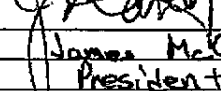
WITHDRAWING GENERAL PARTNERS:

GBFC BEACH, LTD., a Florida limited partnership

By: GBFC Beach, Inc., a Florida corporation, its  
general partner

By:   
Aubrey J. Ferrao, President

PARCEL M-I, a Florida corporation

By:   
Name: James McCarthy  
Title: President

00 APR -7 PM 5:00

ST. JAMES CORPORATION  
MEMPHIS, TENNESSEE

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