

A00983

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November 4, 1998

Secretary of State
Division of Limited Partnerships
The Capitol
Tallahassee, Florida 32304

Re: Buccaneer's Roost, Ltd., a Florida Limited Partnership

Dear Sirs:

Attached are two Amendments for filing, together with our check for \$105.00 filing fee.

Respectfully,

Thomas R. Brown

jb
att.

A00983

Name	CE 11-16
Availability	
Document Examiner	CE
Updater	CE
Updater Verifier	CE
Acknowledgement	CE
W. P. Verifier	CE

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TALLAHASSEE, FLORIDA
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO THE
AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
BUCCANEER'S ROOST LTD.
A FLORIDA LIMITED PARTNERSHIP**

THE UNDERSIGNED, constituting the general partner of BUCCANEER'S ROOST LTD., a Florida Limited Partnership, whose Certificate of Limited Partnership was originally filed with the Florida Department of State on May 17, 1968 and whose Amended and Restated Certificate of Limited Partnership was filed with the Florida Department of State on April 21, 1998, hereby amends said Amended and Restated Certificate of Limited Partnership as follows:

FIRST: Section 10 is hereby changed and amended by adding the following to the end of said section:

"Notwithstanding the foregoing, a limited partner, without consent of the other partners, may also transfer his partnership interest to a revocable trust of which that limited partner is the Settlor and pursuant to which the partnership interest is transferred to beneficiaries at the Settlor's death and the trustee of such trust shall become a substituted limited partner with all the rights and duties inherent as a limited partner. The transferring partner shall thereupon cease to be a partner in the partnership."

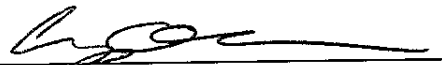
SECOND: Except as expressly provided herein, all of the terms and provisions of the Amended and Restated Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

THIRD: This Amendment is being filed within 30 days of the above event.

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 have executed this Amendment to the Certificate of Limited Partnership of BUCCANEER'S ROOST LTD., a Florida Limited Partnership, this the 20 day of October, 1998. This Amendment is made for the purpose of amending the terms of the partnership agreement and is executed by the general partners on behalf of all the limited partners.

COLONIAL SQUARE REALTY, INC.,
General Partner

By: 
Clifford A. Olson, President