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CORPORATE
ACCESS,
INC.

236 East 6th Avenue Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666, Fax (850) 222-1666

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TALLAHASSEE, FLORIDA

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Amend./Ltd.

1.) Sembler Family Partnership #23, Ltd
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK

SPECIAL INSTRUCTIONS

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF

Sembler Family Partnership # 23, Ltd.

(insert name currently on file with Florida Dept. of State)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on April 3, 2001, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

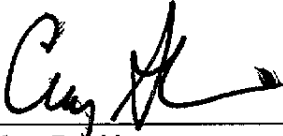
Amend Exhibit "A" (Percentage Interests and Capital Contributions) as follows:

	<u>Original Percentage Interests</u>	<u>Original Capital Contribution</u>	<u>Revised Percentage Interests</u>	<u>Revised Capital Contribution</u>
GENERAL PARTNER:				
Sembler Retail, Inc.	1.00%	\$ 1.00	1.00%	\$ 1.00
LIMITED PARTNERS:				
Melvin F. Sembler	20.50%	\$20.50	18.43%	\$18.43
Brent W. Sembler	20.50%	\$20.50	18.43%	\$18.43
Gregory S. Sembler	20.50%	\$20.50	18.43%	\$18.43
Craig H. Sher	20.50%	\$20.50	18.43%	\$18.43
Jeffrey S. Fuqua	15.00%	\$15.00	13.48%	\$13.48
David E. Murphy	2.00%	\$ 2.00	1.80%	\$ 1.80
David K. Conn (new limited partner)	<u>0.00%</u>	<u>\$ 0.00</u>	<u>10.00%</u>	<u>\$10.00</u>
	100.00%	\$100.00	100.00%	\$100.00

SECOND: This certificate of amendment shall be effective March 14, 2001, reflecting the effective date of the original limited partnership agreement.

THIRD: Signature(s)

Signature of current general partner:



Craig H. Sher, President
Sembler Retail, Inc.

Signature(s) of new general partner(s), if applicable:

