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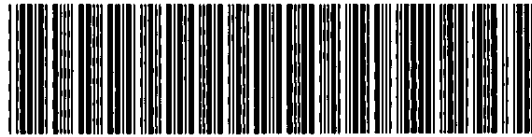
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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. *Lensie Properties Ltd.*

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

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(Document #)

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**NEW FILINGS**



Profit



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Limited Liability



Domestication



Other

**AMENDMENTS**



Amendment



Resignation of R.A., Officer/Director



Change of Registered Agent



Dissolution/Withdrawal



Merger

**OTHER FILINGS**



Annual Report



Fictitious Name



Foreign



Limited Partnership



Reinstatement



Trademark



Other

**REGISTRATION/QUALIFICATION**

Examiner's Initials

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TWENTIETH AMENDMENT TO PARTNERSHIP AGREEMENT  
OF LEISURE PROPERTIES, LTD.

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TALLAHASSEE, FLORIDA

This Twentieth Amendment, made and entered into this 31<sup>st</sup> day of December, 2006, by and among LEISURE DEVELOPMENT SERVICES, INC. and ST. GEORGE'S PLANTATION, INC., hereinafter referred to as General Partners, and GENE D. BROWN and MARILYN B. BROWN, ROBERT C. PARKER, JR., LILLIAN F. MENDELSON, JAMES A. MENDELSON and SUSAN GOLDSTEIN, Trustees or their successors in trust, under the Lillian F. Mendelson Living Trust dated May 20, 2004, ALAN H. MENDELSON, SARAH M. BOONE, MARK M. MENDELSON, ROBERT D. MENDELSON, MARIANNE M. SHULMAN, J. DAVID O'DEA, ROY L. TALLEY, SR., KATIE ROSENBERG, and CHARLES ROSENBERG, JR., hereinafter referred to as "Limited Partners."

WITNESSETH:

WHEREAS, Harold D. Mendelson passed away and left his assets to, Lillian F. Mendelson, James A. Mendelson, and Susan F. Goldstein, Trustees or their successors in trust, under the Lillian F. Mendelson Living Trust, dated May 20, 2004, and any amendments thereto.

WHEREAS, Sidney W. Mendelson passed away and left his assets to Robert D. Mendelson, Alan H. Mendelson, Sarah M. Boone, Mark M. Mendelson and Marianne W. Shulman.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other good and valuable considerations, the parties agree as follows:

1. As of January 1, 2007, the percentages of the Limited Partners were as follows:

Name and AddressPercentage of Ownership

Gene D. Brown and  
Marilyn B. Brown, his wife  
7149 Ox Bow Circle  
Tallahassee, FL 32312

96.86

Robert C. Parker, Jr.  
43 Harbour Point Dr.  
Crawfordville, FL 32327-9541

.6000

Lillian F. Mendelson, James A. Mendelson,  
Susan Goldstein, Trustees, or their  
successors in trust, under the Lillian F.  
Mendelson Living Trust dated May 20, 2004  
and any amendments thereto

.6000

Alan H. Mendelson  
1535 Oldfield Drive  
Tallahassee, FL 32308

.1200

Sarah M. Boone  
501 Lakestone Drive  
Raleigh, NC 27609

.1200

Mark M. Mendelson  
12221 Greenhouse Parkway  
Alpharetta, GA 30022

.1200

Robert D. Mendelson  
2749 Millstone Plantation Road  
Tallahassee, FL 32312

.1200

Marianne M. Shulman  
4 Woodside Avenue  
West Caldwell, NJ

.1200

J. David O'Dea  
509 Baywood Drive S.  
Dunedin, FL 34698

.1200

Roy L. Talley, Sr.  
816 Shell Street  
Tallahassee, FL 32301

1.0000

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Katie Rosenberg  
1160 3rd Ave., Apt. 14J  
New York, NY 10021

.1100

Charles Rosenberg, Jr.  
2015 Lee Avenue  
Tallahassee, FL 32312

.1100

Total

100.0000%

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2. Except as expressly modified and amended by this or other subsequent amendments, the original certificate of limited partnership of Leisure Properties, Ltd. is hereby ratified and confirmed.

IN WITNESS WHEREOF, the parties hereto have executed and sworn to this Twentieth Amendment on the day and year first above written.

Witnesses:

GENERAL PARTNERS:

Audra M. Chase  
Jessica Bantership

LEISURE DEVELOPMENT SERVICES, INC.,  
a Florida corporation

By:

Gene D. Brown  
Gene D. Brown, as its President

Audra M. Chase  
Jessica Bantership

ST. GEORGE'S PLANTATION, INC.,  
a Florida corporation

By:

Gene D. Brown  
Gene D. Brown, as its President

Audra M. Chase  
Jessica Bantership

LIMITED PARTNER  
GENE D. BROWN

By:

Gene D. Brown  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

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LIMITED PARTNER:  
MARILYN B. BROWN

*Sandra M. Chase*  
*Jessica Blankenship*

By: *[Signature]*  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
MARILYN B. BROWN

LIMITED PARTNER:  
Lillian F. Mendelson, James A. Mendelson  
and Susan Goldstein, Trustees, or their successors in  
Trust, under the Lillian F. Mendelson Living Trust  
dated May 20, 2004, and any amendments thereto

*Sandra M. Chase*  
*Jessica Blankenship*

By: *[Signature]*  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
Lillian F. Mendelson, James A. Mendelson  
and Susan Goldstein, Trustees, or their successors in  
Trust, under the Lillian F. Mendelson Living Trust  
dated May 20, 2004, and any amendments thereto

LIMITED PARTNER:  
ALAN H. MENDELSON

*Sandra M. Chase*  
*Jessica Blankenship*

By: *[Signature]*  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
ALAN H. MENDELSON

Audra M. Chase  
Jessie Blankenship

LIMITED PARTNER:  
SARAH M. BOONE

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
SARAH M. BOONE

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Audra M. Chase  
Jessie Blankenship

LIMITED PARTNER:  
MARK M. MENDELSON

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
MARK M. MENDELSON

Audra M. Chase  
Jessie Blankenship

LIMITED PARTNER:  
ROBERT D. MENDELSON

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
ROBERT D. MENDELSON

Audra M. Chase  
Jessie Blankenship

LIMITED PARTNER:  
MARIANNE M. SHULMAN

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
MARIANNE M. SHULMAN

Sandra M. Chase  
Jessica Blankenship

LIMITED PARTNER:  
J. DAVID O'DEA

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
J. DAVID O'DEA

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Sandra M. Chase  
Jessica Blankenship

LIMITED PARTNER:  
ROY L. TALLEY, SR.

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
ROY L. TALLEY, SR.

Sandra M. Chase  
Jessica Blankenship

LIMITED PARTNER:  
KATIE ROSENBERG

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
KATIE ROSENBERG

Sandra M. Chase  
Jessica Blankenship

LIMITED PARTNER:  
CHARLES ROSENBERG, JR.

By: [Signature]  
Gene D. Brown, President  
St. George's Plantation, Inc.  
and Water Management Services,

AS ATTORNEY-IN-FACT FOR  
CHARLES ROSENBERG, JR.




STATE OF FLORIDA  
COUNTY OF LEON

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BEFORE ME, the undersigned authority, personally appeared GENE D. BROWN, President of St. George's Plantation, Inc. and Leisure Development Services, Inc., both corporations, who is personally known to me and who executed the foregoing in my presence and in the presence of the witnesses.


WITNESS my hand and official seal this 31<sup>st</sup> day of December, 2008.

*Sandra M. Chase*  
NOTARY PUBLIC  
 SANDRA M. CHASE  
Commission DD 698660  
Expires November 17, 2011  
Bonded Thru Troy Fain Insurance 800-365-7010

STATE OF FLORIDA  
COUNTY OF LEON

BEFORE ME, the undersigned authority, personally appeared GENE D. BROWN, who is personally known to me and who executed the foregoing in my presence and in the presence of the witnesses as Attorney-in-Fact for: Gene D. Brown, Marilyn B. Brown, Robert C. Parker, Jr.; Lillian F. Mendelson, James A. Mendelson and Susan Goldstein, Trustees, or their successors in trust, under the Lillian F. Mendelson Living Trust dated May 20, 2004; Alan H. Mendelson, Sarah M. Boone, Mark M. Mendelson, Robert D. Mendelson, Marianna M. Shulman; J. David O'Dea; Roy L. Talley, Sr., Katie Rosenberg and Charles Rosenberg, Jr.

WITNESS my hand and official seal this 31<sup>st</sup> day of December, 2008.

*Sandra M. Chase*  
NOTARY PUBLIC  
 SANDRA M. CHASE  
Commission DD 698660  
Expires November 17, 2011  
Bonded Thru Troy Fain Insurance 800-365-7010