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All
A06159

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sugarplum Properties Associates, Ltd.
(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Laurie Jewell

(Contact Person)

Jackson & Jackson

(Firm/Company)

111 Founders Drive, Suite 400

(Address)

Baton Rouge, LA 70810

(City, State and Zip Code)

For further information concerning this matter, please call:

Robert Jackson

(Name of Contact Person)

at (225) 756-8801

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee

☐ \$61.25 Filing Fee
and Certificate of
Status

☐ \$105.00 Filing Fee
and Certified Copy

☒ \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

+ 2 additional
certified
copies @
\$52.50 =
\$105.00 =

\$218.75

Please provide us with 3 certified copies
and 1 certificate of status.

FOURTEENTH AMENDMENT TO THE LIMITED
PARTNERSHIP AGREEMENT OF
SUGARPLUM PROPERTIES ASSOCIATES, LTD.

The Fourteenth Amendment to the Limited Partnership Agreement of Properties Associates, Ltd. (hereinafter referred to as "the Amendment"), made, executed and entered this on the dates and at the places indicated hereinbelow by and between Charles B. Harvey of Leon County, Florida, as the sole General Partner and the remaining undersigned persons as Limited Partners.

WITNESSETH:

WHEREAS, a Limited Partnership Agreement forming the partnership known as Sugarplum Properties Associates, Ltd., under the laws of the State of Florida was made, executed and entered into on September 15, 1977; and

WHEREAS, said Limited Partnership Agreement has been amended from time to time;

WHEREAS, certain Limited Partners desire to liquidate their investment and sell them back to the partnership as a redemption under a proposal initiated by the General Partner;

WHEREAS, a redemption of any interest of any Limited Partner requires the consent of the partners to a modification of the Limited Partnership Agreement; and

WHEREAS, Dr. Frederick Cardwell, M.D., a person of full age of majority and resident of the State of Louisiana, The J. Frederick Cardwell Retirement Plan, an HR10 plan, and The J. Frederick Cardwell Profit Sharing Plan, a trust organized for the purpose of operating a profit sharing plan under the Internal Revenue Code, had transferred or assigned the 1.5 units of limited partner membership units held by one or more of them to Charles B. Harvey, Sr. on or about August 7, 2001, but that said transfer was never recorded on the membership records of the limited partnership, and the parties are desirous of ;

WHEREAS, pursuant to that certain Conditional Tender Offer of Redemption, the following limited partners transferred the following limited partnership interests to Charles B. Harvey, Sr., granting him power of attorney to effect such transfer on the books and records of the limited partnership, to-wit:

<u>Name</u>	<u>Units</u>
Frederic Quinby Vroom and Peggy Vroom Trustees of the Frederic Quinby Vroom Revocable Trust	1
Clifford Campbell	2

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Donald Leroy McCollister	1
Julia L. Teal	5.2857
Joseph Guitreau	1
Robert M. Snider M.D. and Patricia Snider, tenants by the entireties	1
Trustees of the Talahassee Orthopedic Clinic Inc., Profit Sharing Plan f/b/o Tom C. Haney	1

NOW, THEREFORE, in consideration of the premises hereinabove set forth, the parties agree that said Limited Partnership Agreement is hereby modified by adding section 13(d) providing as follows:

13(d) Redemption. The Partnership may redeem the interest of any Limited Partner electing to terminate such limited partnership interest under the proposed terms of redemption initiated by the General Partner in his sole discretion and business judgment to be fair. This authority of the partnership to redeem limited partnership interests is effective on the date of execution of this document and lapses on December 31, 2007.

FURTHER. Section 5 is hereby amended and restated as follows:

5. General and Limited Partners. The General Partner, his residence address and his interest in the partnership as General Partner (which interest shall be in addition to his interest as Limited Partner) is:

<u>Name and Residence Address of General Partner</u>	<u>No. Units</u>
Charles B. Harvey, Sr. 825 Lake Ridge Road Tallahassee, Florida 32312	4.2857

A General Partner may own limited partnership units in addition to those unites owned by the General Partner in his capacity as a General Partner. As such units shall be governed and controlled by the remaining provisions hereof relating to all other limited partnership units.

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Name and Residence Address of
Limited Partners

No. Units

Charles B. Harvey, Sr.
825 Lake Ridge Road
Tallahassee, Florida 32312


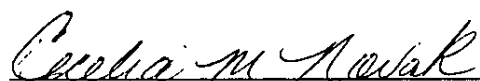
23.2857

Charles B. Harvey, Jr.
Post Office Box 785
Tallahassee, Florida 32302-0785


1

IN WITNESS WHEREOF, the parties hereto have hereunto set their respective hands and seals on the dates indicated:

WITNESSES:


CHARLES B. HARVEY, SR.
General Partner


CHARLES B. HARVEY, SR., AS LIMITED PARTNER AND AGENT AND ATTORNEY IN FACT FOR TRUSTEES OF THE FREDERIC QUINBY VROOM REVOCABLE TRUST, CHARLES B. HARVEY, JR., CLIFFORD E. CAMPBELL, DONALD LEROY McCOLLISTER, J. FREDERICK CARDWELL, INDIVIDUALLY AND AS PLAN ADMINISTRATOR OF THE J. FREDERICK CARDWELL RETIREMENT PLAN AND AS TRUSTEE OF THE J. FREDERICK CARDWELL PROFIT SHARING PLAN, JULIA L. TEAL, JOSEPH W. GUITREAU, ROBERT M. SNIDER, M.D., AND PATRICIA A. SNIDER, AND TRUSTEES OF THE TALLAHASSEE ORTHOPEDIC CLINIC, INC., PROFIT SHARING PLAN f/b/o TOM HANEY, Limited Partners

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STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared CHARLES B. HARVEY, to me known to be the person described in and who executed the foregoing Fourteenth Amendment to the Limited Partnership Agreement of Sugarplum Associates, Ltd., as both a general partner and a limited partner thereof, and acknowledge before me that he executed the same for the uses and purposes therein expressed and that the factual matters set forth therein are true and correct.



CECELIA M. NOVAK
Commission DD 630713
Expires April 7, 2011
Bonded Thru Troy Fain Insurance 800-888-7019

Cecelia M. Novak
Notary Public - State of Florida

Cecelia M. Novak
Print, Type or Stamp Name of Notary Public

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