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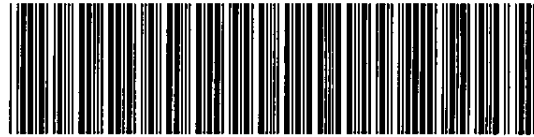
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CYNTHIA McCRAW, CP

CERTIFIED PARALEGAL

(205) 930-5351

cmccraw@sirote.com

SIROTE
— & —
PERMUTT
A PROFESSIONAL CORPORATION

June 25, 2007

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

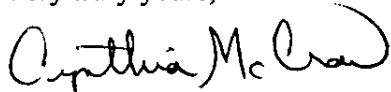
Re: Lincoln Fields, LLP
Our Client/Matter No. 052589-00001

Dear Sir/Madam:

Please file the enclosed Certificate of Amendment to Certificate of Limited Partnership and return a certified copy to my attention via Federal Express. A return Federal Express envelope charged to this Firm's account, is enclosed. Our check for the filing fee and certified copy, the total amount of \$105, is also enclosed.

Thank you for your assistance.

Very truly yours,



Cynthia McCraw
Paralegal for Bradley J. Sklar

/cam

Enclosures

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LAW OFFICES AND MEDIATION CENTERS
2311 HIGHLAND AVENUE SOUTH BIRMINGHAM, ALABAMA 35205
POST OFFICE BOX 55727 BIRMINGHAM, ALABAMA 35255-5727
TELEPHONE | 205.930.5100 FAX | 205.930.5101 URL | <http://www.sirote.com>

Birmingham | Huntsville | Mobile

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
LINCOLN FIELDS, LLLP**

(Insert name currently on file with Florida Department of State)

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on June 27, 1979, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (Indicate information being amended, added, or deleted)

See attached.

SECOND: Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner(s)*:

(*Note: If adding or deleting an election to be a limited liability limited partnership statement, all general partners must sign the amendment.)

Adimas Management Corp.

By: _____

Name: Robert Hester

Title: Secretary

Signature(s) of new or dissociating general partner(s), if any:

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

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**(ATTACHMENT TO CERTIFICATE OF AMENDMENT TO CERTIFICATE OF
LIMITED PARTNERSHIP OF LINCOLN FIELDS, LLLP)**

The Certificate of Limited Partnership, as amended to date, shall be further amended as follows:

(a) **Article 4** is hereby deleted in its entirety and the following is substituted in lieu thereof:

"4. The names and addresses of the General Partner and Limited Partners are:

General Partner

Percentage Interest

Adimas Management Corp.
4506 Old Brook Way
Birmingham, Alabama 35243

15.8%

Limited Partners

Lincoln Fields I, LLC
1029 22nd Street South
Birmingham, Alabama 35205

15.7%

Lincoln Fields II, LLC
1029 22nd Street South
Birmingham, Alabama 35205

15.7%

Dudley R. Hindman
2140 11th Avenue South, Suite 210
Birmingham, AL 35205

2.8%

Gary J. Cohen and Carol L. Cohen, Tenants
by the Entireties
13725 SW 82nd Court
Miami, Florida 33158

16.667%

Gerri Helfman Cohen
90 Edgewater Drive, Apt. 914
Coral Gables, Florida 33133

16.667%

Arthur Cohen
11976 SW 91st Terrace
Miami, Florida 33186

8.333%

Michael Allan Cohen
H Company 2/2 ACR #1209 G
APO NY 09139

8.333%"

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(b) **Article 8** is hereby deleted in its entirety and the following is substituted in lieu thereof:

"8. After all contributions and loans made by the Limited Partners to the Partnership have been repaid, the proceeds or other compensation by way of income to which the General Partner and the Limited Partners shall be entitled shall be distributed as follows:

<u>General Partner</u>	<u>Percentage Share</u>
Adimas Management Corp. 4506 Old Brook Way Birmingham, Alabama 35243	15.8%
<u>Limited Partners</u>	
Lincoln Fields I, LLC 1029 22 nd Street South Birmingham, Alabama 35205	15.7%
Lincoln Fields II, LLC 1029 22 nd Street South Birmingham, Alabama 35205	15.7%
Dudley R. Hindman 2140 11th Avenue South, Suite 210 Birmingham, AL 35205	2.8%
Gary J. Cohen and Carol L. Cohen, Tenants by the Entireties 13725 SW 82 nd Court Miami, Florida 33158	16.667%
Gerri Helfman Cohen 90 Edgewater Drive, Apt. 914 Coral Gables, Florida 33133	16.667%
Arthur Cohen 11976 SW 91 st Terrace Miami, Florida 33186	8.333%
Michael Allan Cohen H Company 2/2 ACR #1209 G APO NY 09139	8.333%"

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