

A 10159
Requester's Name Lafayette Pippin
Address 1002 W. 23rd St. Suite 400
Panama City, FL 32405
City/State/Zip Phone #

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Certificate of Status |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

FILED
NOV 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A 10159
OK

Examiner's Initials

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
PURSUANT TO FLORIDA STATUTES 620.109
OF
THE RIVERS APARTMENTS, LTD.

A. Name: THE RIVERS APARTMENTS, LTD.

B. Address: 1002 W. 23rd Street, Suite 400
Panama City, Florida 32405

C. Registered Agent: Robert F. Henry, III
1002 W. 23rd Street, Suite 400
Panama City, Florida 32405

D. General Partners: Royal American Development, Inc.
1002 W. 23rd Street, Suite 400
Panama City, Florida 32405

Joseph F. Chapman, III
1002 W. 23rd Street, Suite 400
Panama City, Florida 32405

E. Mailing Address: 1002 W. 23rd Street, Suite 400
Panama City, Florida 32405

F. Latest Dissolution Date: December 31, 2045

G. Date of Filing of
Original Certificate: March 4, 1981

H. Date of Amended
Certificate: September 1, 2000

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00 SEP 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Additional terms of the Certificate of Amendment to the Certificate of Limited Partnership are set forth in the Amendment to Limited Partnership Agreement and Certificate of Limited Partnership of The Rivers Apartments, Ltd., which is being filed contemporaneously with this Certificate of Amendment to Certificate of Limited Partnership. This document is duly executed and is being filed in accordance with Section 620.109, Florida Statutes.

GENERAL PARTNER:
ROYAL AMERICAN DEVELOPMENT, INC.

By: 

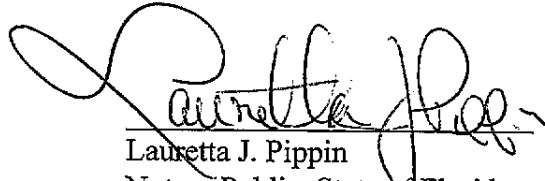
Robert F. Henry, III
Vice President

- 2 -

STATE OF FLORIDA
COUNTY OF BAY

I, Lauretta J. Pippin, a Notary Public in and for the jurisdiction aforesaid, do hereby certify that Robert F. Henry, III, personally appeared before me in said jurisdiction, and being personally well known to me and being by me first duly sworn, did depose and say that the facts set forth in the foregoing Certificate of Amendment to the Certificate of Limited Partnership are true and correct, and he acknowledged to me that he executed said certificate as his free act and deed.

Subscribed and sworn to before me on this 1st day of September, 2000.



Lauretta J. Pippin
Notary Public, State of Florida
Commission No. CC962572
My Commission Expires:
August 27, 2004



LAURETTA J. PIPPIN
Notary Public, State of Florida
Commission No. CC 962572
My Commission Expires 8/27/04

(Notary's Seal)

FILED
02 SEP 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT
TO
LIMITED PARTNERSHIP AGREEMENT
AND
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE RIVERS APARTMENTS, LTD.

THIS AMENDMENT is made and entered into as of the 1st day of September, 2000, but is effective for all purposes as of January 1, 2000, by and between (i) ROYAL AMERICAN DEVELOPMENT, INC. (hereinafter referred to as the "Managing General Partner"); (ii) LORRAINE M. SLOSS, PERSONAL REPRESENTATIVE OF THE ESTATE OF SHELAGH G. ROZZO, (hereinafter referred to as the "Assignor"); and (iii) LORRAINE M. SLOSS, (hereinafter referred to as the "Assignee" or "Substitute Limited Partner").

RECITALS:

A. THE RIVERS APARTMENTS, LTD. (hereinafter referred to as the "Partnership") is a Florida limited partnership presently existing pursuant to a Limited Partnership Agreement and Certificate of Limited Partnership (hereinafter referred to as "Partnership Agreement").

B. Pursuant to an Assignment and Assumption Agreement, the Assignor assigned and transferred its entire right, title and interest in a 9.47% interest as a Limited Partner of the Partnership to the Assignee. As a consequence of such assignment and transfer, the Assignor ceased to be a Limited Partner of the Partnership.

C. It is the desire of the parties that the Assignee be substituted as a Limited Partner of the Partnership to the extent of the 9.47% limited partnership interest assigned to the Assignee by the Assignor, and that pursuant to such desire, the Partnership Agreement be amended to reflect said substitution and the withdrawal of the Assignor as a Limited Partner of the Partnership.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties agree and certify that the Limited Partnership Agreement and Certificate of Limited Partnership of THE RIVERS APARTMENTS, LTD. is amended to provide as follows:

1. LORRAINE M. SLOSS, PERSONAL REPRESENTATIVE OF THE ESTATE OF SHELAGH G. ROZZO hereby withdraws as a Limited Partner of the Partnership. The Partnership hereby accepts such withdrawal and the said Assignor shall hereafter cease to be a Limited Partner of the Partnership.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. Exhibit A of the Partnership Agreement is hereby amended to delete the present Exhibit A and to insert in lieu thereof the Exhibit A attached hereto and incorporated herein by this reference.

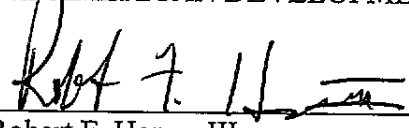
3. It is further provided and agreed that LORRAINE M. SLOSS shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the 9.47% limited partner interest assigned by the Assignor; (ii) the signing of this Amendment by the parties hereto does and shall constitute the consent of all Partners to said substitution; (iii) any present or future references to the terms "Partner(s)" or "Limited Partner(s)" by the Partnership Agreement, or any amendment thereto, shall be deemed to include the Assignee to the extent of the 9.47% limited partner interest assigned by the Assignor; and (iv) the execution of this Amendment by the Assignee shall constitute the agreement of the Assignee as a Limited Partner, to all of the terms and provisions of the Limited Partnership Agreement and Certificate of Limited Partnership of the Partnership, as amended.

4. Except as hereby amended, the Limited Partnership Agreement and Certificate of Limited Partnership of the Partnership is ratified and affirmed in all respects.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal effective as of the date hereinabove first written.

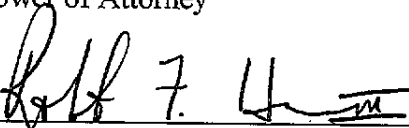
MANAGING GENERAL PARTNER:

ROYAL AMERICAN DEVELOPMENT, INC.

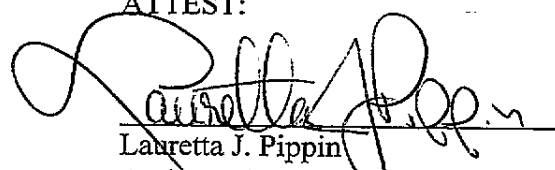
By: 
Robert F. Henry, III
Vice President

LIMITED PARTNERS:

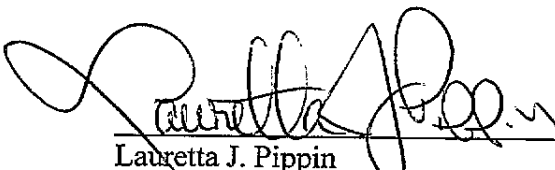
By: ROYAL AMERICAN DEVELOPMENT, INC.,
General Partner, Pursuant to
Power of Attorney

By: 
Robert F. Henry, III
Vice President

ATTEST:


Lauretta J. Pippin
Assistant Secretary

ATTEST:


Lauretta J. Pippin
Assistant Secretary

00 SEP 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ASSIGNOR:

WITNESS:

THE ESTATE OF SHELAGH G. ROZZO

By:

Lorraine M. Sloss, Personal Representative

WITNESS:

ASSIGNEE AND SUBSTITUTE
LIMITED PARTNER:

Lorraine M. Sloss

FILED

00 SEP 25 PM 5:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT A

THE RIVERS APARTMENTS, LTD.
LIMITED PARTNERSHIP AGREEMENT
AND
CERTIFICATE OF LIMITED PARTNERSHIP

<u>Name and Address</u>	<u>Percentage of</u> <u>Partnership Interest</u>
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GENERAL PARTNERS:

Royal American Development, Inc.	1.00%
Joseph F. Chapman, III	1.00%

LIMITED PARTNERS:

Emerson and Shirley Allsworth	3.1625%
Crantford V. Anderson, Jr.	3.1625%
John P. Anderson	3.1625%
Raymond G. Armstrong, M.D.	3.1625%
Jo-Ann Sawitz Bass	1.58125%
Estate of Abram Brickman	3.1625%
Arthur H. Burgess, Jr.	3.1625%
Ronald E. Deal	3.1625%
Equity Resource Fund XIV	4.735%
Vincent Farina, Jr.	3.1625%
Norman L. Greenberg	3.1625%
Robert Lee Hunter	3.1625%
Martin Jacobs	3.1625%
Bert Josephson	3.1625%
Joyce Kaiser, Trustee, Joyce Kaiser Revocable Trust	3.1625%
Jeffrey Lefcourt	3.1625%
Harry E. Lennon	3.1625%
Hyman Livingston	3.1625%
Phyllis Faircloth, Trustee, Jiles T. Lynch Marital Trust	3.1625%
Robert P. and Ruth A. Mack	1.58125%
Jose Frederico Maia	3.1625%
Arthur Miller	3.1625%
James Panos	3.1625%
John J. Pittari, MD	1.58125%
Brent R. Rimmke	6.31375%
Irwin E. Sawitz	1.58125%
Herbert Schneider	3.1625%
Lorraine M. Sloss	9.47%
David Sufian	3.1625%
Pamela Wexler Smith, Trustee, Wexler Family Trust	1.58125%

FILED
NO SEP 25 PM 5:00

STATE OF FLORIDA

COUNTY OF BAY

I, Jennifer Nichols, a Notary Public in and for the jurisdiction aforesaid, do hereby certify that ROBERT F. HENRY, III (as a duly authorized officer of ROYAL AMERICAN DEVELOPMENT, INC.), personally appeared before me in said jurisdiction, and, being personally well known to me and being by me first duly sworn, did depose and say that ROYAL AMERICAN DEVELOPMENT, INC. is a party to the foregoing and annexed Amendment to the Limited Partnership Agreement and Certificate of Limited Partnership of THE RIVERS APARTMENTS, LTD, and that the facts relating to the said ROYAL AMERICAN DEVELOPMENT, INC. set forth in said Amendment are true and correct, and the said ROBERT F. HENRY, III, on behalf of ROYAL AMERICAN DEVELOPMENT, INC., acknowledged to me that he executed said Amendment as his free act and deed.

Subscribed and sworn to before me on this 1st day of Sep, 2000.

Jennifer Marie Nichols
Notary Public

(Notarial Seal)



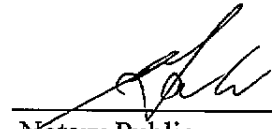
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

)
) SS:
)

JUSTICE OF THE PEACE

I, WILLIAM THOMAS BOWLER, a ~~Notary Public~~ in and for the jurisdiction aforesaid, do hereby certify that LORRAINE M. SLOSS in her capacity as PERSONAL REPRESENTATIVE OF THE ESTATE OF SHELAGH G. ROZZO, and also individually, personally appeared before me in said jurisdiction, and, being personally well known to me and being by me first duly sworn, did depose and say that she is a party to the foregoing and annexed Amendment to the Limited Partnership Agreement and Certificate of Limited Partnership of THE RIVERS APARTMENTS, LTD, and that the facts relating to THE ESTATE OF SHELAGH G. ROZZO and to LORRAINE M. SLOSS, individually, set forth in said Amendment are true and correct, and she acknowledged to me that she executed said Amendment as her free act and deed.

Subscribed and sworn to before me on this 3rd day of AUGUST, 2000.



Notary Public *JUSTICE OF THE PEACE*

(Notarial Seal)

FILED
00 SEP 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA