

ROYAL AMERICAN MANAGEMENT, INC. ROYAL AMERICAN DEVELOPMENT, INC. ROYAL AMERICAN CONSTRUCTION CO., INC.

A 11513 January 24, 1997

Florida Department of State Division of Corporations Partnership Amendment Section P. O. Box 6327 Tallahassee, FL 32314

000002070150---4 -01/28/97--01081--005 ****105.00 ****105.00

RE: Country Oaks Apartments, Ltd.

Gentlemen:

Enclosed is an original and one copy of the Amendment to Limited Partnership Agreement and Certificate of Limited Partnership for Country Oaks Apartments, Ltd., along with a check for \$105.00 to cover the filing fee. Please file one copy and return one certified copy to que office.

If you should have any questions or require additional information, please do no contact our office.

Thank you for your assistance in this regard.

Sincerely,

Laura Pippin

Name
Availability

Document
Examiner

Enclosures: as stated
Updater
Updater
Verifyer

Acknowledgement

DCC

Acknowledgement

DCC

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP PURSUANT TO FLORIDA STATUTES 620.109 OF

COUNTRY OAKS APARTMENTS, LTD.

A. Name : COUNTRY OAKS 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

JAN 27 PH 12: 00

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, 2025

G. Date of Filing of

Original Certificate: November 17, 1981

H.Date of Amended

Certificate : December 17, 1996

Additional terms of the Certificate of Amendment to the Certificate of Limited Partnership are set forth in the Amendment to the Limited Partnership Agreement and Certificate of Limited Partnership of Country Oaks 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.

Robert F. Henry, Ill

Vice President

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 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 31 day of 0el.

Laurotta J. Pippin

Notary Public, State of Florida Commission No. CC580056 My Commission Expires:

August 27, 2000

(Notary's Seal)

LAURETTA J. PIPPIN Notary Public - State of Florida My Commission Expires Aug. 27, 2000 Commission No. CC 580058

AMENDMENT TO LIMITED PARTNERSHIP AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP COUNTRY OAKS APARTMENTS, LTD.

THIS AMENDMENT is made and entered into as of the 17 day of			
December, 1996, by and between (i) ROYAL AMERICAN DEVELOP	MENT,	•	
INC., (hereinafter referred to as the "Managing General Partner"); (ii) JANET SCH	AAF.	ယ	
TRUSTEE OF THE JANET SCHAAF REVOCABLE TRUST U/T/D 1/17/86 (here	nafter		
referred to as the "Assignor"); and (iii) JOHN MICHAEL YEEND, (hereinafter refe	ried to	a E the	<u>. T</u>
"Assignee" or "Substitute Limited Partner").	53.5	2	一
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RECITALS:			

- ত্র COUNTRY OAKS 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 the "Partnership Agreement").
- Pursuant to an Agreement of Assignment, the Assignor assigned and transferred its entire right, title and interest in a 5.758% 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.
- It is the desire of the parties that the Assignee be substituted as a Limited Partner of the Partnership to the extent of the 5.758% 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 COUNTRY OAKS APARTMENTS, LTD. is amended to provide as follows:

The Assignor 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.

- 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 the Assignee shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the 5.758% limited partner interest assigned to him 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 5.758% limited partner interest assigned to him 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.
- 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:

ATTEST:

Lauretta J. Pippin **Assistant Secretary**

ROYAL AMERICAN DEVELOPMENT, INC.

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Robert F. Henry, III

Vice President

LIMITED PARTNERS:

ATTEST:

BY: ROYAL AMERICAN DEVELOPMENT, INC.,

General Partner, Pursuant to

Power of Attorney

Lauretta J. Pippin

Assistant Secretary

Vice President

ASSIGNOR AND WITHDRAWING LIMITED PARTNER:

WITNESS:

JANET SCHAAF, TRUSTEE OF THE JANET SCHAAF REVOCABLE TRUST U/T/D 1/17/86

margaret J. Gerrecko By Jane Schaaf Truster

WITNESS:

ASSIGNEE AND SUBSTITUTE LIMITED PARTNER:

John Michael Yeend

97 JAN 27 PH 12: 00
SECRETABLY OF STATE FLORIDA

EXHIBIT A COUNTRY OAKS APARTMENTS, LTD. LIMITED PARTNERSHIP AGREEMENT AND

CERTIFICATE OF LIMITED PARTNERSHIP

Name			Percentage of
Royal American Development, Inc. Joseph F. Chapman, III LIMITED PARTNERS: Chapman Associates, Ltd. John D. & Diana M. Anderson Helen M. Berneburg Fernando D. Borges, M.D. Les W. Burke Joseph O. Cancila Alfred J. Ciraldo John G. Crosby Richard E. DuBois, M.D. Tuncay Ertan, M.D. Dr. Robert H. Ford Edmond T. Griffin Robert M. Harrison John P. Heard Hans I. & Kathleen Jorgensen John S. Knudsen Francis R. Kramer Estate of Dr. Louis P. Laville, Jr. Myma Leonard Bouldin A. Marley, Jr., M.D. Joseph F. Miller T. Kenneth Minchew, Jr. Sol Nevins Joseph B. Paley, M.D. Haralambros J. Papathomas Dr. Peter Rubelman Harold Sandstrom John Michael Yeend Dr. Peter Rubelman Harold Sandstrom John Michael Yeend Dr. Eva Margaret M. Sperk William B. Stilwell M.D. Ruth E. Stuart Estaward M. & Laura R. Waller Franklin Wannemacher 1.44% Franklin Wannemacher 1.44% Franklin Wannemacher	Name		Partnership Interest
Joseph F. Chapman, III		GENERAL PARTNERS:	
Chapman Associates, Ltd. 4.00% John D. & Diana M. Anderson 2.879% 1.879%	Royal American Development, Inc.		.50%
Chapman Associates, Ltd. John D. & Diana M. Anderson Helen M. Berneburg Fernando D. Borges, M.D. Les W. Burke Joseph O. Cancila Alfred J. Ciraldo John G. Crosby Richard E. DuBois, M.D. Tuncay Ertan, M.D. Dr. Robert H. Ford Edmond T. Griffin Robert M. Harrison John P. Heard Hans I. & Kathleen Jorgensen John S. Knudsen Francis R. Kramer Estate of Dr. Louis P. Laville, Jr. Myrna Leonard Bouldin A. Marley, Jr., M.D. Joseph F. Miller T. Kenneth Minchew, Jr. Sol Nevins Joseph B. Paley, M.D. Haralambros J. Papathomas Dr. Peter Rubelman Harold Sandstrom Dr. Robert M. Sperk William B. Stilwell Dr. Robert M. Sperk William B. Stilwell Dr. Robert M. Sperk William B. Stilwell Dr. Peter Rubelman Harold Sandstrom Dr. Peter Rubelman Harold Sandstrom Dr. Eva Margaret M. Sperk William B. Stilwell Dr. Eva Margaret M. Sperk William B. Stilwell Estate of Robert B. Thomas Edward M. & Laura R. Waller Franklin Wannemacher 1.44% Franklin Wannemacher	Joseph F. Chapman, III		.50%
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Helen M. Berneburg 2.879% Fernando D. Borges, M.D. 2.879% Les W. Burke 2.879% Joseph O. Cancila 2.879% Alfred J. Ciraldo 1.44% John G. Crosby 2.879½	Chapman Associates, Ltd.		4.00%
Fernando D. Borges, M.D.	John D. & Diana M. Anderson		2.879%
Les W. Burke 2.879% Joseph O. Cancila 2.879% Alfred J. Ciraldo 1.44% 1.4	Helen M. Berneburg		2.879%
Les W. Burke Joseph O. Cancila Alfred J. Ciraldo John G. Crosby Richard E. DuBois, M.D. Tuncay Ertan, M.D. Dr. Robert H. Ford Edmond T. Griffin Robert M. Harrison John P. Heard Hans I. & Kathleen Jorgensen John S. Knudsen Francis R. Kramer Estate of Dr. Louis P. Laville, Jr. Myrna Leonard Bouldin A. Marley, Jr., M.D. Joseph F. Miller T. Kenneth Minchew, Jr. Sol Nevins Joseph B. Paley, M.D. Haralambros J. Papathomas Dr. Peter Rubelman Harold Sandstrom John Michael Yeend Dr. Evan Margaret M. Sperk William B. Stilwell Merle P. Stringer, M.D. Ruth E. Stuart Estate of Robert B. Thomas Edward M. & Laura R. Waller Franklin Wannemacher E. 879% Estate of Robert B. Thomas Edward M. & Laura R. Waller Franklin Wannemacher	Fernando D. Borges, M.D.		2.879%
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Franklin Wannemacher 1.44%	Edward M. & Laura R. Waller		
	Doris A. Jones		1.44%

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STATE OF FLORIDA)		
) SS:		
COUNTY OF BAY)		
Domonolis, on some	d hafara wa a watani muhiis	in and for acid accorder, and a	AAAA DODEDTE
	d before me, a notary public horized officer of ROYAL A	_	_
	uainted or who has provided		as
	and who has acknowledged		
DEVELOPMENT, INC. is	a party to the foregoing and	l annexed Amendment to th	e Limited
Partnership Agreement and	d Certificate of Limited Partr	nership of COUNTRY OAK	ζS
APARTMENTS, LTD., an	nd that the facts relating to th	e said ROYAL AMERICA	N
DEVELOPMENT, INC. se	et forth in said Amendment a	are true and correct, and the	said ROBERT F
	ROYAL AMERICAN DEVI		
he executed said Amendme	ent as his free act and deed for	or the purposes contained the	nerein.
Cubanibad and and	4- 1-6 41:- 7 0	3C	
Supscribed and swe	om to before me on this <u>30</u> 0	day of	
<u>4 Bremue</u> , 1996.	.		
Sunda Sto	intery	•	
NOTARY PUBLIC		START FEE	-DA
	-	→ SUNDERGRANDE	0489471
Printed Name:		Expires Apr. 15, 1	999
Commission No:		AND LINE.	

Expiring on:

STATE OF <u>Florida</u>) COUNTY OF <u>Voluma</u>)

Personally appeared before me, a notary public in and for said county and state, JANET SCHAAF (in her capacity as TRUSTEE OF THE JANET SCHAAF REVOCABLE TRUST) with whom I am personally acquainted probe has provided as leatisfactory identification, and who has acknowledged that the JANET SCHAAF REVOCABLE TRUST is a party to the foregoing and annexed Amendment to the Limited Partnership Agreement and Certificate of Limited Partnership of COUNTRY OAKS APARTMENTS, LTD., and that the facts relating to the said JANET SCHAAF REVOCABLE TRUST set forth in said amendment are true and correct, and the said JANET SCHAAF in her capacity as TRUSTEE OF THE JANET SCHAAF TRUST, acknowledged to me that she executed said Amendment as her free act and deed for the purposes contained therein.

Subscribed and sworn to before me on this 17 day of 1996.

Margaret J. Gurecko NOTARY PUBLIC - Gurecko

Printed Name: MARGARGT I. YURECKO

Commission No.: 2C 357367

Expiring on: 4-23-98

OFFICIAL NOT ARY SEAL MARGARET I YURECKO NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC357367 MY COMMISSION EXP. APR. 23,1998

STATE OF	Flux	LIDA)
COUNTY OF	Min	Busco) SS:)

Personally appeared before me, a notary public in and for said county and state, JOHN
MICHAEL YEEND with whom I am personally acquainted or who has provided
as satisfactory identification, and who has acknowledged that he
is a party to the foregoing and annexed Amendment to the Limited Partnership Agreement and
Certificate of Limited Partnership of COUNTRY OAKS APARTMENTS, LTD., and that the facts relating to him set forth in said amendment are true and correct, and he acknowledged to me that he executed said Amendment as his free act and deed for the purposes contained therein.

Subscribed and sworn to before me on this 19 day of

1996:

Notary State of Florida

NOTARY PUBLIC

Printed Name:

Commission No.:

Expiring on: