

A13607



**Pacesetter Enterprises, Inc.**

Real Estate Investments, Management, Brokerage

March 5, 1997

Department of State  
P.O. Box 6327  
Tallahassee FL 32314

RE: Limited Partnership Agreement - Berkshire Manor Apartments, Ltd.

Dear Sirs:

Please find enclosed an Amendment to Limited Partnership Agreement to be filed regarding the above referenced limited partnership. Also please find enclosed the appropriate filing fee.

Should you have any questions please call our offices at 904/386-2117.

Sincerely,

H. Jay Mottice

Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Updater	DCC
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Verifier	DCC
Adm. Attachment	DCC
Printer	DCC

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 11, 1997

H. JAY MOTTICE  
PACESETTER ENTERPRISES, INC.  
2111 NORTH MONROE STREET, SUITE 203  
TALLAHASSEE, FL 32303

SUBJECT: BERKSHIRE MANOR APARTMENTS, LTD.  
Ref. Number: A13607

We have received your document for BERKSHIRE MANOR APARTMENTS, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 620.108(2), Florida Statutes, does not provide for an effective date prior to the date of filing.

The document must include the date of filing of its original certificate of limited partnership. Our records reflect the original certificate was filed on December 14, 1982. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 397A00012347

**AMENDMENT TO LIMITED PARTNERSHIP AGREEMENT  
BERKSHIRE MANOR APARTMENTS, LTD.**

The Limited Partnership Agreement of Berkshire Manor Apartments, Ltd. originally filed December 14, 1982, is hereby further amended, as follows:

**Amendment I:**

Paragraph 30 A(3) - This interest rate is changed from six percent to zero percent per annum.

Paragraph 30 A(10) - the prime amount rate shall mean twelve and one-quarter percent per annum. The prime amount rate shall be applied to \$360,000.00.

**Amendment II:**

Paragraph 30B(1)(d) shall be amended to read "fourth, ten percent of the partnership additional operating cash flows shall be paid to Berkshire Partners (1996), Ltd., and ninety percent shall be retained by the partnership, until Berkshire Partners (1996), Ltd. has received an amount equal to the basic amount, plus the basic interest; such payments will be applied first to basic interest then the basic amount."

This amendment shall also apply to paragraphs 30C.(VIII) and Paragraph 30D.(VIII)

**Amendment III:**

Paragraph 29 K. shall be added and shall read: "There is a limitation on indebtedness of \$2,825,888 prior to the Berkshire Partners (1996), Ltd. claim, which shall not be increased without the prior written consent of Berkshire Partners (1996), Ltd."

All references in the Limited Partnership Agreement to Tallahassee Limited Partnership or to "TLP" shall be changed to "Berkshire Partners (1996), Ltd."

IN WITNESS WHEREOF, the parties hereto have hereunto signed this Agreement as of the day and year first written above.

**BERKSHIRE MANOR APARTMENTS, LTD.**  
**A Florida Limited Partnership**

BY: H. Jay Mottice

As: President

**STATE OF FLORIDA**  
**COUNTY OF LEON**

Sworn to and subscribed before me this 26<sup>th</sup> day of March, 1997 by H. Jay Mottice, who is personally known to me and who did not take an oath.

Lezlie D. Riffle  
Notary Public - **Lezlie D. Riffle**

(Notary)



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