



A14293

FILED IN STATE
DIVISION OF CORPORATIONS
00 MAY 22 PM 1:54

ACCOUNT NO. : 072100000032

REFERENCE : 705035 41001A

AUTHORIZATION :

COST LIMIT : \$ 105.00

Patricia Pignatelli

ORDER DATE : May 22, 2000

ORDER TIME : 11:55 AM

ORDER NO. : 705035-005

CUSTOMER NO: 41001A

500003261835--2

CUSTOMER: Ms. Susan Whitlatch
The St. Joe Company
Suite 400, Dupont Center
1650 Prudential Drive
Jacksonville, FL 32207

DOMESTIC AMENDMENT FILING

NAME: AL-ZAR, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse

EXAMINER'S INITIALS:

RECEIVED
00 MAY 22 PM 12:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/22

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 22 PM 1:54

AL-ZAR, LTD.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on APRIL 6, 1983, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Amendment of:

ARTICLE 4. Designation of Partners and Registered Agent.

The name of the general partner as designated in Exhibit A attached to the original certificate of limited partnership filed with the secretary of state as of the filing date of the certificate first mentioned above name has changed from St. Joseph Land & Development Company to St. Joe Timberland Company on July 28, 1997, which merged into St. Joe Timberland Company of Delaware, a Delaware corporation on December 21, 1999, which merged into St. Joe Timberland Company of Delaware, L.L.C., a Delaware limited liability company effective December 22, 1999. Therefore the name of the general partner of AL-ZAR, Ltd. name has changed to St. Joe Timberland Company of Delaware, L.L.C., 1650 Prudential Drive, Suite 400, Jacksonville, FL 32207

m99000001755

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner: St. Joe Timberland Company

By: Michael N. Regan
Michael N. Regan, Senior Vice President

Signature(s) of new general partner(s), if applicable:

St. Joe Timberland Company of Delaware, L.L.C.
By: Michael N. Regan
Michael N. Regan, Senior Vice President