

12/11/97 CORPORATE DETAIL RECORD SCREEN 10:00 AM
 NUM: A14972 ST:FL ACTIVE/FL LP FLD: 07/21/1983
 LAST: AMENDMENT FLD: 03/02/1989
 ACT CONT: 600,000.00 FEI#: 59-2306724
 NAME : QUAILS BLUFF ASSOCIATES, LTD.

NH: 1
 PRINCIPAL: %QUAILS BLUFF, INC. CHANGED: 02/13/89

ADDRESS 400 E. SOUTH STREET, #500
 ORLANDO, FL 32801

RA NAME : HARTMAN, JAMES A ESQ. NAME CHG: 03/02/89
 RA ADDR : 400 EAST SOUTH STREET ADDR CHG: 03/02/89
 SUITE 500

ORLANDO, FL 32801 US
 ANN REP : (1995) I 02/13/95 (1996) I 04/02/96 (1997) I 01/16/97

A 14972

1. MENU, 3. PARTNERS, 4. EVENTS, 5. NOTES, 6. NAMES

ENTER SELECTION AND CR:

300002378673
 -12/22/97-01020-024
 *****52.50 *****52.50

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
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Name Availability	
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W. P. Verifier	DOC

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 General Partner
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C. TAX _____
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 N. DUES _____
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 REFUND _____

CERTIFICATE OF AMENDMENT

TO _____

CERTIFICATE OF LIMITED PARTNERSHIP

OF

QUAILS BLUFF ASSOCIATES, LTD.

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on July 21, 1983, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment: Article 4.(a) is being amended as follows:

4. Names and Addresses of Partners.

(a) The names and addresses of the General Partners are as follows:

QUAILS BLUFF, INC.
400 E. South St., Suite 500
Orlando, Florida 32801

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

THIRD: Signature of current and correct sole general partner:



ROBERT A. BOURNE, President,
QUAILS BLUFF, INC.