

A15174

THOMAS SALE, JR.
Attorney and Counsellor at Law

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A15174

June 21, 1999

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

400002911584--3
-06/22/99-01010-002
*****35.00 *****35.00

W99-14895
400002911584--3
-07/01/99-01062-002
*****17.50 *****17.50

Re: Golden River, LTD.
File No.: A15174

Gentlemen:

Enclosed is a Certificate of Amendment for the subject limited partnership which we will appreciate your filing.

Enclosed is my check in the amount of \$35.00 for the filing fee.

If anything further is needed, please advise. Thank you.

Very truly yours,

Thomas Sale, Jr. / km
Thomas Sale, Jr.

TSJr/km

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 1999

THOMAS SALE, JR.
ATTORNEY AND COUNSELORS AT LAW
STE 1, 602 HARRISON AVE
PANAMA CITY, FL 32402

SUBJECT: GOLDEN RIVER, LTD.
Ref. Number: W99000014895

We have received your document for GOLDEN RIVER, LTD. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$17.50. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

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 (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 799A00033949

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
GOLDEN RIVER, LTD.

THIS AMENDMENT to Certificate of Limited Partnership is made as of this 25th day of May, 1999, by and between Wallace H. Laird, Jr. as General Partner of Golden River, Ltd., and all of its Limited Partners, namely, John S. Laird, Patricia L. Hitchcock, Martha L. Newton, formerly Martha L. Tew, and Dorothy L. Foster,

WITNESSETH, that

WHEREAS, the partners in their respective capacities formed the limited partnership known as Golden River, Ltd. by agreement made August 17, 1983, filed in the Office of the Secretary of State of Florida on August 26, 1983, File No. A15174; and

WHEREAS, the Certificate of Limited Partnership provides among other things, that upon the death of any partner the interest of that deceased partner's interest in the partnership be purchased by the other partners, with payment to be made in four equal annual installments, the first to become due six (6)

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months from the date of death of decedent, or such other time as may be agreed; and

WHEREAS, the partners desire to amend the limited partnership certificate as to the manner of payment for the interest of a deceased partner,

NOW, THEREFORE, the partners agree that in lieu of the former provisions, the value of the interest of any deceased partner to be purchased by the remaining partners established as provided in the partnership agreement is to be determined within nine (9) months from the date of the death of decedent with the first of the four equal annual installments to be made in payment of same to become due and payable eighteen (18) months from the date of death of the decedent, or at such other time and intervals of installment payments as shall be agreed upon between the partnership and the personal representative of the estate of the deceased partner. Except as herein amended, the obligation to purchase and to sell and all of the other provisions of the agreement of August 17, 1983, are confirmed to remain in full force and effect.

This Certificate of Amendment shall upon its execution be filed with the Secretary of State of the State of Florida as an

amendment to the Certificate of Limited Partnership, pursuant to
F.S. § 620.109.

IN WITNESS WHEREOF, the General Partner and all Limited
Partners have set their seals the day and year first above
written.

GENERAL PARTNER:

Wallace H. Laird, Jr. (SEAL)
Wallace H. Laird, Jr.

LIMITED PARTNERS:

John S. Laird (SEAL)
John S. Laird

Patricia L. Hitchcock (SEAL)
Patricia L. Hitchcock

Martha L. Newton (SEAL)
Martha L. Newton, formerly
Martha L. Tew

Dorothy L. Foster (SEAL)
Dorothy L. Foster

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SECRETARY OF STATE
DIVISION OF RECORDS
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STATE OF FLORIDA
COUNTY OF BAY

The foregoing was acknowledged before me this 3 day of
June, 1999, by Wallace H. Laird, Jr., General Partner
of Golden River, Ltd., a Florida Limited Partnership. He is
personally known to me.

Kathy L. Morrison
Notary Public

My Commission expires:



Official Seal
KATHY L. MORRISON
Notary Public, State of Florida
My Comm. Expires Sept. 29, 2000
No. CC587628

STATE OF FLORIDA
COUNTY OF BAY

The foregoing was acknowledged before me this 25 day of May, 1999, by John S. Laird, Limited Partner of Golden River, Ltd., a Florida Limited Partnership. He is personally known to me.

Kathy L. Morrison
Notary Public

My Commission expires:



Official Seal
KATHY L. MORRISON
Notary Public, State of Florida
My Comm. Expires Sept. 29, 2000
No. CC587628

STATE OF FLORIDA
COUNTY OF BAY

The foregoing was acknowledged before me this 3rd day of June, 1999, by Patricia L. Hitchcock, Limited Partner of Golden River, Ltd., a Florida Limited Partnership. She is personally known to me.

Kathy L. Morrison
Notary Public

My Commission expires:



Official Seal
KATHY L. MORRISON
Notary Public, State of Florida
My Comm. Expires Sept. 29, 2000
No. CC587628

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STATE OF FLORIDA
COUNTY OF BAY

The foregoing was acknowledged before me this 18th day of June, 1999, by Martha L. Newton, formerly Martha L. Tew, Limited Partner of Golden River, Ltd., a Florida Limited Partnership. She is personally known to me.

Kathy L. Morrison
Notary Public

My Commission expires:



Official Seal
KATHY L. MORRISON
Notary Public, State of Florida
My Comm. Expires Sept. 29, 2000
No. CC587628

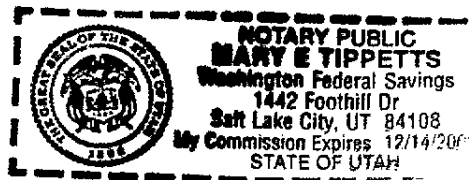
STATE OF Utah
COUNTY OF Salt Lake

The foregoing was acknowledged before me this 2nd day of June, 1999, by Dorothy L. Foster, Limited Partner of Golden River, Ltd., a Florida Limited Partnership. She is personally known to me or produced Acute & D. License as identification.

Mary E. Tippetts
Notary Public

My Commission expires:

12-14-2000



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DIVISION OF RECORDS