

A16906

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Amendment

Filed 8-1-90

6pgs.

Charter Number Only

A16906

FILED
8-1-90
SECRETARY OF STATE
TALLAHASSEE FLORIDA

C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, Suite #200
Address
Tallahassee, Florida 32301 (904) 656-8290
City State ZIP Phone
ANY PROBLEMS CALL CORNIE OR MELANIE
CORPORATION(S) NAME

DATE
ONLY

-08/08/90--00103--004
LIMITED PARTNERSHIP AMEND
LTD PARTNERSHIP--****52.50
TOTAL-----****52.50

Brandon - Oxford Associates
Limited Partnership

() Profit
() NonProfit
() Foreign
() Limited Partnership
() Reinstatement
() Certified Copy
() Call When Ready
() Walk In
() Amendment
() Will Wait
() Dissolution
() Annual Report
() Reservation
() Photo Copies
() Call If Problem
() Pick Up
() Merger
() Mark
() Other
() Change of Registered Agent
() Certificate Under Seal
() After 4:30
() Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CR2E031 (R8-85)



Florida Department of State, Jim Smith, Secretary of State

DOMESTIC/FORZEIGN

DATE: 8-1-90

RETURNED TO:

Capital Connection
Lazarus
☒ C T Corp. System
Other:

C.I.S.
Infosearch
Empire

SUBJECT: Brandon-Oford Associates Limited Partnership
Reference Number: 416906 Amount Received: \$5252 check

Please correct the following and resubmit your document(s) for filing:

Total amount due: \$ 5

Our records indicate that the correct name of your corporation is as it appears on the enclosed computer printout. Correct your document accordingly.

Please entitle your document

The corporate name designated in your document is not distinguishable from the name of an existing entity. Please select a new name and revise your document accordingly. A copy of this letter must be returned with your corrected document.

The president or vice president and the secretary or assistant secretary must sign the document. At least one signature must be notarized.

A statement reflecting the amendment(s) was/were adopted by the shareholder(s) and the date of adoption thereof must be included in your document.

A statement reflecting the amendment(s) was/were adopted by the members, directors, managers or trustees and the date of adoption thereof must be included in your document.

Your corporation was involuntarily dissolved for failure to file its corporate annual report in a timely manner. The corporation must be reinstatement before the document will be processed. See the attached for further information.

For your convenience, enclosed are proper forms and/or instructions.

Other: Just the address in the new General
partner. One signature must be notarized

Please do not hesitate to contact the undersigned should you have any questions concerning this matter.

DOCUMENT EXAMINER
AMENDMENT SECTION
(904) 487-6118

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FILED
8-1-90
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRTEENTH AMENDMENT TO THE
BRANDON-OXFORD ASSOCIATES LIMITED PARTNERSHIP
AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT AND
AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

THIS AMENDMENT (this "Amendment") is made and entered into as of July 26, 1990 by and among Leo E. Zickler ("Zickler"), Oxford Equities Corporation, an Indiana corporation ("OEC"), on its own behalf and as attorney-in-fact of the Investor Limited Partners of the Partnership, and Oxford Equities Corporation III, a Delaware corporation ("OEC III").

RECITALS

WHEREAS, each of Zickler and OEC is a General Partner of Brandon-Oxford Associates Limited Partnership, a Maryland limited partnership (the "Partnership"), which is currently existing under that certain Brandon-Oxford Associates Limited Partnership Amended and Restated Limited Partnership Agreement and Amended and Restated Certificate of Limited Partnership, filed with the Maryland Department of Assessments and Taxation on December 30, 1985, as amended (the "Restated Partnership Agreement"); and

WHEREAS, OEC is currently the Managing General Partner of the Partnership; and

WHEREAS, effective for all purposes as of the date hereof, Zickler has sold and assigned to OEC III a 1.00% General Partner Interest in the Partnership (the "General Partner Interest"); and

WHEREAS, the parties hereto desire to amend the Restated Partnership Agreement to (i) effect the admission of OEC III as an additional General Partner of the Partnership with a 1.00% General Partner Interest and (ii) designate OEC III as the new Managing General Partner of the Partnership;

NOW, THEREFORE, it is agreed as follows:

1. Definitions. All defined terms not otherwise defined herein shall have the meaning ascribed to them in the Restated Partnership Agreement.
2. Reduction of General Partner Interest. Upon proper filing of this Amendment, Zickler's General Partner Interest in the Partnership, shall be decreased from a 5.00% General Partner Interest to a 4.00% General Partner Interest.

3. Admission of Additional General Partner. Upon proper filing of this Amendment, (i) OEC III shall be admitted as an additional General Partner of the Partnership with a 1.00% General Partner Interest, (ii) OEC III shall be entitled to the same other rights and interests as Zickler has as a General Partner of the Partnership, and (iii) 20.00% of Zickler's capital account shall be transferred to OEC III. OEC III hereby agrees to be bound by the terms of the Restated Partnership Agreement.

4. Designation of Managing General Partner. OEC hereby resigns from its position as Managing General Partner of the Partnership and, in accordance with Section 7.01(b) of the Restated Partnership Agreement, hereby designates OEC III as, and OEC III hereby agrees to assume the duties of, the Managing General Partner of the Partnership with such power and authority as the Restated Partnership Agreement may bestow upon such Managing General Partner.

5. Continuation of Partnership. The Partners of the Partnership agree that neither (i) the decrease of Zickler's General Partner Interest in the Partnership, (ii) the assignment of the General Partner Interest to OEC III, nor (iii) the designation of OEC III as the new Managing General Partner of the Partnership shall dissolve the Partnership and the business of the Partnership shall be deemed to have continued notwithstanding the decrease, the assignment or the designation and notwithstanding any contrary rights and privileges which may be contained in the Restated Partnership Agreement.

6. Successors and Counterparts. This Amendment shall be binding upon, and shall inure to the benefit of, each of the Partners of the Partnership and their personal representatives, heirs, successors and assigns. This Amendment may be executed by the parties hereto individually or in any combination, in one or more counterparts, each of which shall be an original and all of which shall together constitute one and the same instrument.

7. Ratification. In all other respects, the Restated Partnership Agreement is ratified and confirmed.

AUG 06 '90 13:47 CIT CORPORATION

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first above written.

ADDRESS:

378 Wisconsin Avenue
Suite 300
Bethesda, Maryland 02814

OXFORD EQUITIES CORPORATION,
an Indiana corporation, for
its own behalf and as
attorney-in-fact for the
Investor Limited Partners

By: [Signature]

Leo E. Sickler,
President and Chief
Executive Officer

[Signature]
Leo E. Sickler

This 3rd day of August, 1990.

OXFORD EQUITIES CORPORATION
III, a Delaware corporation

STATE OF Maryland
COUNTY OF Montgomery

By: [Signature]

Leo E. Sickler,
President and Chief
Executive Officer

THE FOREGOING instrument was acknowledged and sworn to before me this
3rd day of August, 1990, by Leo E. Sickler, general partner
of BRANDON-OXFORD ASSOCIATES LIMITED PARTNERSHIP, A Maryland
Limited Partnership, on behalf of the Limited Partnership.

[Signature]
Notary Public

State of Maryland at Large
My Commission Expires:

(REAL)

6347

BETHANY L. OCHS
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires February 3, 1994