

A17320

12/22/98 CORPORATE DETAIL RECORD SCREEN 12:34 PM
NUM: A17326 ST:FL ACTIVE/FL LP FLD: 06/26/1984
LAST: CONTRIBUTION CHANGE FLD: 12/27/1995
ACT CONT: 10,000.00 FEI#: 59-2418117
NAME : PWV, LTD.
PRINCIPAL: 5015 SOUTH FLORIDA AVENUE CHANGED: 01/13/93
ADDRESS SUITE 200
LAKELAND, FL 33813
MAILING : P.O. BOX 5252
ADDRESS LAKELAND, FL 33807
RA NAME : MCFARLANE, PETER A NAME CHG: 01/13/93
RA ADDR : 5015 SOUTH FLORIDA ADDR CHG: 01/13/93
#215
LAKELAND, FL 33813 US
ANN REP : (1996) I 12/27/95 (1997) I 12/13/96 (1998) I 11/24/97

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

ENTER SELECTION AND CR:

600002719796--5
-12/22/98--01094--005
****220.00 *****52.50

12/21/98

[Handwritten signature]

FF \$52.50

98 DEC 21 AM 10:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

AMENDMENT TO AGREEMENT AND
CERTIFICATE OF LIMITED PARTNERSHIP

P.W.V., LTD.

This is an Amendment to the Agreement and Certificate of Limited Partnership of P.W.V., LTD., between P.W.V., INC., ("General Partner"), a Florida corporation, and the Limited Partners.

The Agreement and Certificate of Limited Partnership of P.W.V., LTD., is hereby amended as follows effective December 21, 1998.

P.W.V., INC., General Partner, P. O. Box 6767, Lakeland, FL 33807, having one percent (1%) partnership units of profits and losses; and, having ten percent (10%) partnership units of capital and related items is hereby deleted as General Partner.

and

616872
Century Realty Funds, Inc., P. O. Box 5252, Lakeland, FL 33807, is hereby admitted as General Partner, having ten percent (10%) partnership units, profits, losses, capital, and related items.

and

A & M Properties, Inc., P. O. Box 5252, Lakeland, FL 33807, having twenty-five (25) limited partnership units, and five percent (5%) profits, losses, capital, and related items, is hereby deleted as a Partner.

and

Anita K. Maxwell, P. O. Box 832, Lake Wales, FL 33859, Limited Partnership Units are hereby increased to three hundred and forty (340) limited partnership units; and, limited partnership profits and losses are hereby increased to sixty-six and eighty-two ninety-eighths hundredths (66.8298%); and, limited partnership capital and related items are hereby increased to seventy-five and thirteen eighty-three hundredths percent (75.1383%).

IN WITNESS WHEREOF, the undersigned have executed this Agreement this 17th day of June, 1998.

WITHDRAWING GENERAL PARTNER
P.W.V., INC.

BY:

Lawrence W. Maxwell, Vice President

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 17th day of June, 1998, by Lawrence W. Maxwell, Vice President, who is personally known to me and who did not take an oath.



Catherine H. Zorn
Catherine H. Zorn, Notary
Comm. No. CC 670732 Expires 2/18/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:01

ADMITTED GENERAL PARTNER
CENTURY REALTY FUNDS, INC.

By: [Signature]
Lawrence W. Maxwell, Vice President

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 17th day of June, 1998, by Lawrence W. Maxwell, Vice President, who is personally known to me, and who did not take an oath.



Catherine H. Zorn
Catherine H. Zorn, Notary
Comm. No. CC 670732 Expires 2/18/99

WITHDRAWING LIMITED PARTNER
A & M PROPERTIES, INC.

By: [Signature]
Kim S. Kelley, Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 17th day of June, 1998, by Kim S. Kelley, Secretary/Treasurer, who is personally known to me and who did not take an oath.



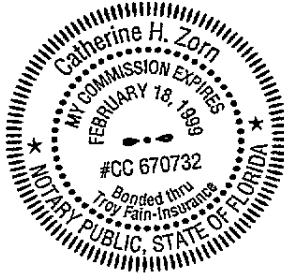
Catherine H. Zorn
Catherine H. Zorn, Notary
Comm. No. CC 670732 Expires 2/18/99

CENTURY REALTY FUNDS, INC.
Attorney-in-Fact for All Limited Partners

By: [Signature]
Lawrence W. Maxwell, Vice President

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 17th day of June, 1998, by Lawrence W. Maxwell, Vice President, who is personally known to me and who did not take an oath.



Catherine H. Zorn
Catherine H. Zorn, Notary
Comm. No. CC 670732 Expires 2/18/99

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