A19360

955 EXECUTIVE PARKWAY DRIVE

Sutte 220

St. Louis, Missouri 63141 314-434-4800

March 14, 2000

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Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314-6327

RE: One Memorial Center Associates - Phase II. LTD

Dear Sir or Madam:

I am enclosing Document #A19360 and Certificate of Amendment to Application for Registration of One Memorial Center Associates – Phase II, LTD. and, of course the appropriated fees.

Filing fee \$ 52.50 Supplemental Fee \$ 88.75 Cert. Status Fee \$ 8.75 Total Fees \$150.00

The changes made via the above mentioned documents are as follows:

Lucien R. Fouke, Jr. General Partner is changed to Lucien R. Fouke, Jr. Trustee, Lucien 4
 Fouke, Jr. Revocable Trust, dated 11/17/1998.

- Becky J. Fouke is deleted as a General Partner
- Victor M. Collier, Jr. General Partner address has been changed to 1455 South Outer Road, Ste #404 St. Louis, MO 63005.

If you have any questions please call or write me at the above address or telephone number.

Sincerely,

Lucien R. Fouke, Jr

One Memorial Center Associates - Phase II, LTD

General Partner

A19360 \$52.50

CERTIFICATE OF AMENDMENT TO APPLICATION FOR REGISTRATION OF



ONE MEMORIAL CENTER ASSOCIATES - PHASE 11, LTD

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

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

- · CHANGE GENERAL PARTNER LUCIEN R. FOUKE, IR. TO LUCIEN R. FOUKE, JZ. TRUSTEE, LUCIEN R. FOUKE, JZ. REVOCABLE TRUST. DATED 11/17/98,
- " DELETE BELKY J. FOUKE AS GENERAL PARTNER

(Signature of a General Partner)

LUCIEN 12. FOUKE, IR.

(Typed or printed name of General Partner signing above)

STATE OF STATE

(Notary's Printed Name)

My Commission Expires:

Scal

JO ELLEN HOVIS
Notary Public-Notary Seal
STATE OF MISSOURI
Washington County
My Commission Expires: 9-12-2002