

A22203

April 22, 1999

The Office of the Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

700002852137--8
-04/26/99-01143-004
*****25.00 *****25.00

Attention: Limited Partnership Section

700002852137--8
-05/13/99-01020-015
*****27.50 *****27.50

Dear Sirs:

Attached is an amendment to a limited partnership agreement together with a check in the amount of \$25.00 which your office advised was the amount due for filing.

You are requested to record the amendment.

Sincerely,

Stephen C. O'Connell

A22203
5-13-99
FILED
99 MAY 13 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 4, 1999

STEPHEN C. O'CONNELL
1505 O'CONNELL LANE
TALLAHASSEE, FL 32311

SUBJECT: STEPHEN C. O'CONNELL LAND PARTNERS, LTD.
Ref. Number: A22203

We have received your document for STEPHEN C. O'CONNELL LAND PARTNERS, LTD. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document "Certificate of Amendment."

The fee to file your document is \$52.50. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 499A00023983

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TALLAHASSEE, FLORIDA

Certificate of Amendment

AMENDMENT TO THE STEPHEN C. O'CONNELL
LAND PARTNERS, LTD. PARTNERSHIP AGREEMENT

This amendment to the Stephen C. O'Connell Land Partners, Ltd. Agreement made this 18th day of MARCH, 1999, by and between Stephen C. O'Connell, as general partner, and Cynthia F. O'Connell, his wife; Rita Denise Marcum (formerly Rita Denise Cook) and Kenneth Marcum, her husband; Stephen C. O'Connell and Gale O'Connell, his wife; Ann Maureen Stuart and H. Kenneth Stuart, her husband; Landon C. O'Connell and Christine O'Connell, his wife; Stephen K. Stuart; Xanthe R. Schwartz and Phoebe M. McKee, as limited partners.

1. Reasons for Amendment

- a. Because the work of the "General Partner" has been increased it is prudent and just to increase his compensation from 5% to 10% of gross income, and
- b. Because the partnership has acquired assets in land located in Leon County, Florida in addition to the initial assets located in Broward County, Florida and because the owners of units in the two properties are different it is necessary to distinguish the units issued representing an interest in the two properties. Therefore, those units issued representing an interest only in Leon County, Florida lands shall so indicate on the face thereof.

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TALLAHASSEE, FLORIDA

2. Change in Form of Units Issued for Interest Only in Leon County, Florida Assets

Paragraph 6. Additional Limited Partners, is amended by adding thereto a new sub-paragraph (e) reading:

(e) All units issued for an interest in assets located in Leon County, Florida shall so indicate on the face thereof when issued.

3. Change in Compensation of General Partner

Paragraph 7(a) is amended to read:

"(a) The General Partner shall receive ten per cent (10%) of the gross income of the partnership for performance of his duties, retroactive to the year 1998."

In witness whereof the undersigned have set their hands and seals hereto the year and day first above written.

Nancy Price
Witness
Paul Smith
Witness

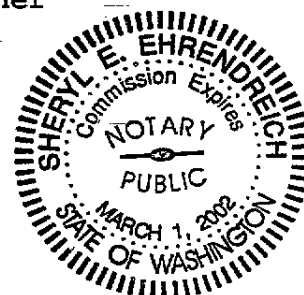
Nancy Price
Witness
Paul Smith
Witness

[Signature]
Witness
Sue Poe
Witness

Stephen C. O'Connell
General Partner
99 MAY 13 AM 9:36
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TALLAHASSEE, FLORIDA

Cynthia F. O'Connell
Limited Partner

Rita Denise Marcum
Limited Partner



Sue Poe
Witness

[Signature]
Witness

Nancy Rine
Witness

Raeann L. Lantry
Witness

Martha R. Beggs
Witness

Larry L. Jarney
Witness

Nancy Rine
Witness

Raeann L. Lantry
Witness

Bozell J. Bygart
Witness

Michael L. White
Witness

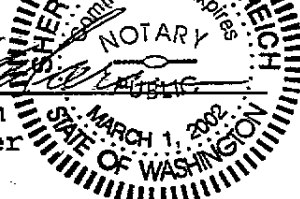
Nancy Rine
Witness

Raeann L. Lantry
Witness

Nancy Rine
Witness

Raeann L. Lantry
Witness

[Signature]
Kenneth Marcum
Limited Partner



[Signature]
Stephen C. O'Connell, Jr.
Limited Partner

Gale O'Connell
Gale O'Connell,
Limited Partner

Ann Maureen Stuart
Ann Maureen Stuart
Limited Partner

H. Kennedy Stuart
H. Kennedy Stuart
Limited Partner

Landon C. O'Connell
Landon C. O'Connell
Limited Partner

Christine O'Connell
Christine O'Connell
Limited Partner

Moya Koenig

Witness

[Signature]

Witness

Sandra C. Jannawall

Witness

[Signature]

Witness

Sandra C. Jannawall

Witness

[Signature]

Witness

[Signature]

Stephen K. Stuart
Limited Partner

[Signature]

Xanthe R. Schwartz
Limited Partner

Phoebe M. McKee

Phoebe M. McKee
Limited Partner

99 MAY 13 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

State of Florida
County of Leon

The foregoing instrument was executed and acknowledged before me by Stephen C. O'Connell, Cynthia O'Connell, Stephen C. O'Connell, Jr., Gale O'Connell, Ann Maureen Stuart, H. Kenneth Stuart, Landon C. O'Connell, and Christine O'Connell this

18th day of March 1999, all personally known to me.

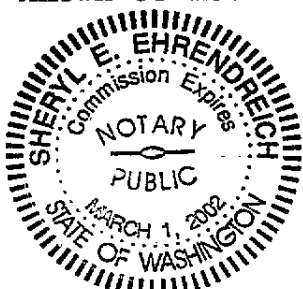


Millie C. Harrison
Notary Public

State of Washington
County of Itzehund

The foregoing instrument was executed and acknowledged before me by Rita Denise Marcum and Kenneth Marcum this

14th day of April 1999, all personally known to me.



Sheryl E. Ehrendreich
Notary Public

State of Idaho
County of Boone

The foregoing instrument was executed and acknowledged
before me by Xanthe R. Schwartz and Phoebe M. McKee this

15th day of April 1999, all personally
known to me.

Ray L. Loda
Notary Public 3/18/2004

State of Florida
County of Duval

The foregoing instrument was executed and acknowledged
before me by Stephen K. Stuart this 5th day of
April 1999, being personally known to me.

Millie C. Harrison
Notary Public



FILED
99 MAY 13 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA