

A23664

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MICHAEL D. WHALEN  
GARY L. WILKINSON  
L. PETER JOHNSON (1942-1968)

September 17, 1997

Secretary of State of Florida  
Division of Corporations  
409 East Gaines Street  
P. O. Box 6327  
Tallahassee, FL 32314

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-09/19/97--01059-002  
\*\*\*\*105.00 \*\*\*\*105.00

Re: All-American Enterprises, Ltd., a Florida limited partnership

Dear Sir:

Enclosed herewith please find a Certificate of Amendment of Certificate of Limited Partnership of All-American Enterprises, Ltd., for filing as appropriate.

We would appreciate your return of a certified copy to my attention in the enclosed self-addressed, stamped envelope to evidence the filing. We also include a check in the amount of \$105.00 to cover your filing cost.

If you should have any questions or concerns, please do not hesitate to contact me.

Sincerely,

*Michael E. Goodbread, Jr.*  
Michael E. Goodbread, Jr.

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name	
Availability	
Document Examiner	MEG, Jr./rd
Enclosure	
Printer	DCC
Printer Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

cc: Ms. Sharon Henderson

*changing  
General  
Partner*

A23664

**CERTIFICATE OF AMENDMENT OF  
AGREEMENT AND CERTIFICATE  
OF LIMITED PARTNERSHIP  
OF  
ALL-AMERICAN ENTERPRISES, LTD.**

The undersigned General Partner of All-American Enterprises, Ltd., a Florida limited partnership, pursuant to Chapter 620, Florida Statutes (1995), does certify the following:

1. The name of the limited partnership is All-American Enterprises, Ltd., a Florida limited partnership (the "Partnership").

2. The date of filing the Agreement and Certificate of Limited Partnership ("Agreement") with the Florida Department of State was November 26, 1986.

3. Jack W. Lucas, the sole General Partner of the Partnership, ceased to be a member of the Partnership due to his death on or about May 6, 1997. Pursuant to the Agreement and Florida law, the remaining Limited Partners have elected by written consent to continue the business of the Partnership and to elect Joe W. Wiggins, Jr. as the Substitute General Partner.

4. Accordingly, and in order to provide for the election and qualification of a Substitute General Partner, Section 1.6(a) of the Agreement was amended in its entirety by written consent of the Limited Partners and replaced with the following:

"(a) The General Partner, and his address and place of residence are as follows:

Joe W. Wiggins, Jr.  
3001 St. Johns Avenue  
Jacksonville, Florida 32205

The names and addresses and places of residence of the Limited Partners, are listed on Schedule A, which is attached and made a part hereof."

IN WITNESS WHEREOF, the undersigned General Partner has executed this Certificate of Amendment as of the 15<sup>th</sup> day of September, 1997.

  
\_\_\_\_\_  
Joe W. Wiggins, Jr.  
General Partner