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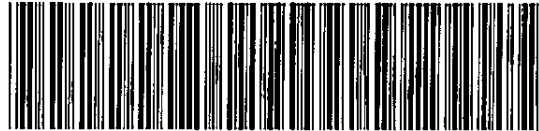
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MORGAN ENTERPRISES OF PALM BEACH COUNTY, LTD.
(Name of Limited Partnership)

DOCUMENT NUMBER: _____

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Claud E. Morgan, Jr.
(Name of Person)

(Firm/Company)

2261 Glen Mary Place
(Address)

Duluth, Georgia 30097
(City/State and Zip Code)

For further information concerning this matter, please call:

Claud E. Morgan, Jr. at (770) 623-3345
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$52.50 Filing Fee \$61.25 Filing Fee & Certificate of Status \$105.00 Filing Fee & Certified Copy (additional copy is enclosed) \$113.75 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

MORGAN ENTERPRISES OF PALM BEACH COUNTY, LTD.

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

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on December 28, 1987, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 3. of the Certificate of Limited Partnership is hereby amended as follows:

"The name and business addresses of each General Partner is:"

Claud E. Morgan, Jr.
2261 Glen Mary Place
Duluth, Georgia 30097

Suzanne ~~A~~ Hudgens
6509 Highway 106 South
Hull, Georgia 30646

Article 4. of the Certificate of Limited Partnership is hereby amended as follows:

"The latest date upon which the Limited Partnership is to dissolve is December 31, 2037."

Article 5. of the Certificate of Limited Partnership is hereby added:

"The mailing address of the partnership is 2261 Glen Mary Place, Duluth, Georgia 30097."

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

C. Morgan, Jr.

Signature(s) of new general partner(s), if applicable:

C. Morgan, Jr.

Suzanne M. Hudgens

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