



THE UNITED STATES
CORPORATION
COMPANY

A25853

52.50

ACCOUNT NO. : 072100000032

REFERENCE : 516959 7120568

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 AM 11:10

ORDER DATE : December 15, 1999

ORDER TIME : 11:31 AM

ORDER NO. : 516959-025

CUSTOMER NO: 7120568

CUSTOMER: Gavin Ganzkow, Esq
International Administrative
230 Crown Oak Centre Drive

Longwood, FL 32750

400003072264--5
-12/16/99--01009--012
2113.75 **52.50

DOMESTIC AMENDMENT FILING

NAME: ORLANDO WEST PARTNERS, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
99 DEC 15 PM 12:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B/K

12/15/99

FILE 2ND

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

LP- \$52.50

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
ORLANDO WEST PARTNERS, LTD.**

FILED
FLORIDA STATE
DIVISION OF CORPORATIONS
99 DEC 15 AM 11:10

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership whose number is A15641 and whose certificate was filed with the Florida Dept. of State on November 3, 1983, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendments:

1. The name of the limited partnership is

Orlando West Partners, Ltd.
2. The general partner of the limited partnership is replaced by Unitary Financial Organization, Inc., a Florida corporation, whose corporate number is M93505, pursuant to the Assignment attached.

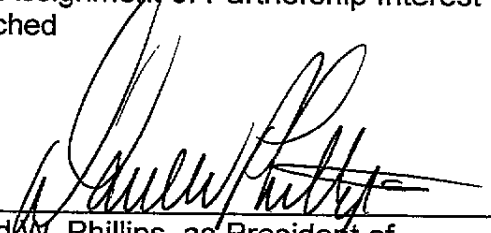
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

Charles J. Givens, deceased
See Assignment of Partnership Interest
Attached

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



David W. Phillips, as President of
Unitary Financial Organization, Inc.,
General Partner

**ASSIGNMENT BY TRANSFER OF GENERAL PARTNERSHIP INTEREST
ORLANDO WEST PARTNERS, LTD.**

THIS ASSIGNMENT is made on May 15, 1995, between Charles J. Givens, Jr., as General Partner, of Orlando West Partners, Ltd. (the "Transferor") and UNITARY FINANCIAL ORGANIZATION, INC., a Florida corporation (the "Transferee").

Transferor hereby transfers to Transferee all of Transferor's general partnership interest in Orlando West Partners, Ltd., a Florida limited partnership, dated January 21, 1988, with the intent that the Transferee become a Substituted General Partner.

This transfer shall be effective on the date of execution of this Assignment by the Transferor and the Transferee.

This Assignment shall be binding upon and inure to the benefit of the Parties hereto and their respective heirs, executors, administrators, successors in interest and assigns.

TRANSFEROR:


Charles J. Givens, Jr.
Transferor General Partner

The Assignment is accepted and the Transferee agrees to be bound by the terms of the limited partnership agreement.

TRANSFEE:

Unitary Financial Organization, Inc.

By: 
Charles J. Givens, Jr., President

CONSENT TO ADMISSION OF ASSIGNEE AS GENERAL PARTNER

The undersigned General Partner of Orlando West Partners, Ltd., a Florida limited partnership, the holder of one hundred (100%) percent of the general partnership interest in the general partnership, hereby consents to the above assignment and the admission of the assignee (Transferee) as a General Partner in the Partnership and as a holder of a one hundred (100%) percent general partner interest in the Limited Partnership.

TRANSFEROR:


Charles J. Givens, Jr.
Transferor General Partner

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