

Samuel A. Block James A. Taylor, III

February 24, 1998

Telefax (561) 562-1740

****210.00 ****

Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re:

Cardinal Camelia, Ltd.

Dear Sir/Madam:

Enclosed please find the original and one copy of an Amendment of Certificate of Limited Partnership and Second Amendment of Certificate of Limited Partnership for Cardinal Camelia, Ltd., together with this firm's check, in the amount of \$210.00, to cover the following fees:

Filing Fee (\$52.50 each) Certified Copy (\$52.50) \$105.00 <u>105.00</u>

TOTAL

\$<u>210.00</u>

Please return a certified copy of the above-referenced documents at your earliest convenience.

Thank you for your courtesy and cooperation in this matter.

Yours truly,

SAMUEL A. BLOCK

SAB/pab Enclosures

cc: Mr. William W. Pressley

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Acknowledgyment

AMENDMENT OF CERTIFICATE OF LIMITED PARTNERSHIP

CARDINAL CAMELIA, LTD., a limited partnership existing under the laws of the State of Florida, pursuant to the provisions of Section 620.25 of the Florida Statutes, hereby amends its Certificate of Limited Partnership now of record in the office of the Department of State, as follows:

- 1. PAUL E. KOEHLER, Individually, owner of one percent (1%) interest as the General Partner of CARDINAL CAMELIA, LTD., and PAUL E. KOEHLER, as Trustee under the URSUAL JOY KOEHLER LIVING TRUST AGREEMENT Dated January 5, 1996, owner of nine percent (9%) interest as a Limited Partner of CARDINAL CAMELIA, LTD., has assigned all of his right, title and interest in CARDINAL CAMELIA, LTD., to CARDCAM, INC., a Florida corporation, pursuant to that certain Assignment of Partnership Interest dated September 30, 1997.
- 2. The name of the new General Partner of CARDINAL CAMELIA, LTD., is CARDCAM, INC., a Florida corporation, and the business address is 847 20th Place, Vero Beach, FL 32960. P97-92845
- 3. The principal office of the partnership shall be maintained at 847 20th Place, Vero Beach, FL 32960.
- 4. The foregoing amendment to the Certificate of Limited Partnership now on file is hereby adopted by all of the members of the limited partnership, CARDCAM, INC. a Florida corporation; DAN K. RICHARDSON; HOWARD W. RILEY; RICHARD BIRD; and WILLIAM W. PRESSLEY, to be effective on the filing of this amendment for record in the Office of the Department of State of the State of Florida, and on such filing, to become

a provision of the Amended and Restated Limited Partnership Agreement and of the Certificate of Limited Partnership. The effective date of this Agreement shall be September 30, 1997.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment this 30 day of January, 1998.

[CORPORATE SEAL]

OCAM SEAL 1997 General Partner:

CARDCAM, INC., a Florida corporation

WILLIAM W. PRESSLEY, President

Limited Partners:

DAN K. RICHARDSOM

HOWARD W. RILEY, JR.

RICHARD N. BIRD

WILLIAM W. PRESSLEY