

12/11/97CORPORATE DETAIL RECORD SCREEN10:01 AM

NUM: A28450ST:FL ACTIVE/FL LPFLD: 06/08/1989

LAST: AMENDMENTFLD: 05/06/1991

ACT CONT: 3,000,000.00FEI#: 59-2984242

NAME: DENWEST FOODS, LTD.

PRINCIPAL: 400 EAST SOUTH STREET

ADDRESS SUITE 500

ORLANDO, FL 32801

RA NAME: BOURNE, ROBERT A

RA ADDR: 400 EAST SOUTH STREET

SUITE 500

ORLANDO, FL 32801 US

NAME CHG: 12/21/93

ANN REP: (1995) I 01/23/95(1996) I 01/16/96(1997) I 01/21/97

A28450

1. MENU, 3. PARTNERS, 4. EVENTS

ENTER SELECTION AND CR:

100002378661-8
-12/22/97--01020--021
*****52.50 *****52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 PM 1:21

Name	
Ability	
Document	
Exempt	Doc
Upper	ncc
Partner	0
Adm. no. judgement	DOC
W. P. Verifier	DOC

adding a
general partner

(corop amend)

C. TAX _____
FILING 52.50
R. AGENCY FEE _____
C. COPY _____
T. FEE _____
N. BANK _____
BALANCE DUE _____
REFUND. _____

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
DENWEST FOODS, LTD.

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on June 8, 1989, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment: Article 4.(a) is being amended as follows:

4. Names and Addresses of Partners.

(a) The names and addresses of the General Partners are as follows:

CNL GROWTH PARTNERS, INC.
400 E. South St., Suite 500
Orlando, Florida 32801

CNL GROWTH PARTNERS, LTD.
400 E. South St., Suite 500
Orlando, Florida 32801 (FL Doc. #A93000000112)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 PM 1:21

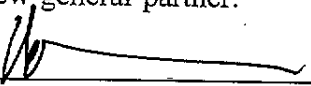
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature of current general partner:



ROBERT A. BOURNE, President
CNL GROWTH PARTNERS, INC.

Signature of new general partner:



ROBERT A. BOURNE, President
CNL GROWTH PARTNERS, INC.,
THE GENERAL PARTNER FOR CNL GROWTH PARTNERS, LTD.