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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG 30 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ROYAL DOUGLAS LTD.
(Name of Limited Partnership)

DOCUMENT NUMBER: A31053

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

Please return all correspondence concerning this matter to the following:

SHARON SUTTON FROMHAGEN
(Name of Person)

(Firm/Company)

1838 SOUTHWOOD LANE
(Address)

CLEARWATER, FLORIDA 33764
(City/State and Zip Code)

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CORPORATIONS

For further information concerning this matter, please call:

SHARON S FROMHAGEN at (727) 531-3184
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$52.50 Filing Fee | <input type="checkbox"/> \$61.25 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$105.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$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**

FILED
2005 AUG 29 PM 1:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ROYAL DOUGLAS, 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 JANUARY 9, 1991, adopts the following certificate of amendment to its certificate of limited partnership.

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

CHANGE name of registered general partner to Sharon Sutton Fromhagen who is also a limited partner
CHANGE Dana F. Ponder to be a limited partner

See attached minutes from a meeting of the Partner's held on August 23, 2005

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:



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

ROYAL DOUGLAS LTD.

August 23, 2005

MINUTES

A called meeting of the partner's was held on August 23, 2005 via conference call. The following partners were in the call: Sharon Sutton Fromhagen, Dana Ponder and Carol Sterrett.

A brief discussion ensued regarding the desire to mortgage the Partnership property located at 1838 Southwood Lane in Clearwater, Florida. As two of the partners were located in Atlanta, Georgia, it was decided that Sharon Sutton Fromhagen would be made the General Partner to facilitate the loan closing.

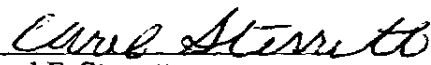
Dana F. Ponder will become a limited partner and Carol F. Sterrett will remain a limited partner.

Upon a motion by Dana F. Ponder, the change was unanimously approved.

Signed:


Dana F. Ponder

Sharon Sutton Fromhagen


Carol F. Sterrett

Date: August 25, 2005

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TALLAHASSEE, FLORIDA