

A31190

PHILIP TATICH
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 12 PM 1:41

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601 S. LAKE DESTINY ROAD
SUITE 200
MAITLAND, FLORIDA 32751

May 9, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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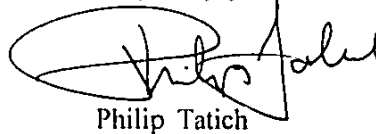
Re: NSTAR 3, LTD., a Florida limited partnership

Gentlemen:

Enclosed is the original and one (1) photocopy of the *Certificate of Second Amendment to Certificate of Limited Partnership of NSTAR 3, Ltd.* to be filed in connection with the referenced partnership. We are also enclosing our check in the amount of \$52.50 representing the filing fee with respect to this document.

Please date stamp the enclosed photocopy and return it to us to reflect the filing of this document.

Very truly yours,



Philip Tatich

PT:jac

Enclosures

cc: Howard A. Schieferdecker

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6/1/97

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**CERTIFICATE OF SECOND AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF NSTAR 3, LTD.**

THIS CERTIFICATE OF AMENDMENT is filed for the purpose of amending the *Certificate of Limited Partnership* of NSTAR 3, LTD. as originally filed with the State of Florida Department of State on February 13, 1991.

1. NAME OF PARTNERSHIP - The name of the Partnership shall continue to be NSTAR 3, LTD.

2. LOCATION OF PRINCIPAL PLACE OF BUSINESS - The principal place of business of the Partnership shall continue to be located at 501 East Jackson Street, Orlando, Florida 32801, or such other place or places as the General Partners shall from time to time determine.

3. NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS

HOWARD A. SCHIEFERDECKER
501 East Jackson Street
Orlando, Florida 32801

4. NAME AND ADDRESS OF THE GENERAL PARTNERS

AEGIS INVESTMENTS, INC.
2200 Lucien Way, Suite 350
Maitland, Florida 32751

SDP INVESTMENTS, INC.
501 East Jackson Street
Orlando, Florida 32801

5. **MAILING ADDRESS OF THE PARTNERSHIP**

501 East Jackson Street
Orlando, Florida 32801

6. The latest date upon which the Partnership is to dissolve is upon the occurrence of any of the following events:

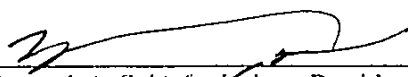
- (a) The occurrence of an Event of Dissolution, as defined in ARTICLE XIII of the Limited Partnership Agreement, unless the Partnership is reformed or continued in accordance with the applicable provisions of the Partnership Agreement;
- (b) The determination by a majority of the General Partners that the Partnership shall be dissolved; or
- (c) The disposition of all or substantially all of the Partnership assets; and
- (d) The occurrence of an event specified under the laws of the State of Florida as one effecting a dissolution (except as otherwise provided in the Partnership Agreement).

DATED as of the 29th day of April, 1997.

AEGIS INVESTMENTS, INC.

By: 
George D. Livingston, Jr., President

SDP INVESTMENTS, INC.

By: 
Howard A. Schieferdecker, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing *Certificate of Second Amendment to Certificate of Limited Partnership of NSTAR 3, Ltd.* was acknowledged before me this 8th day of May, 1997, by *George D. Livingston, Jr.*, as President of *AEGIS INVESTMENTS, INC.*, who is personally known to me.



NOTARY PUBLIC, State of Florida



PHILIP TATCH
MY COMMISSION # CC389399 EXPIRES
September 3, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing *Certificate of Second Amendment to Certificate of Limited Partnership of NSTAR 3, Ltd.* was acknowledged before me this 6th day of May, 1997, by *Howard A. Schieferdecker*, as President of *SDP INVESTMENTS, INC.*, who is personally known to me.


NOTARY PUBLIC, State of Florida

HILLEGONDA M.C. BENZON
My Comm Exp. 3/02/99
Bonded By Service Ins
No. CC-142909
☐ Personally Known ☐ Other I.D.