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**EXAMINER**

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**FILED**  
11 JUN 10 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 9, 2011

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Sir or Madam:

Enclosed are an original of a First Amendment to Certificate of Monument/Julington Associates Limited Partnership and a copy of the same, along with a check for the required filing fee of \$52.50. Please file stamp the copy and return to me along with the Certificate of Amendment.

Thank you for your help.

Sincerely,

A handwritten signature in black ink, appearing to read "Chad Tullos", written in a cursive style.

Chad Tullos

Enclosures

**THIRD AMENDMENT  
TO  
CERTIFICATE  
AND  
FOURTH AMENDMENT TO PARTNERSHIP AGREEMENT  
OF  
MONUMENT/JULINGTON ASSOCIATES LIMITED PARTHERSHIP**

THIS AMENDMENT (the "Amendment") is made and entered into as of the 15th day of March 2011, ("Effective Date") by and among STAFFORD DEVELOPMENT COMPANY, a Georgia corporation ("SDC") and STAFFORD CAPITAL CORPORATION, a Georgia corporation ("SCC") and THE STAFFORD FOUNDATION, INC, a Georgia corporation ("SF") and STAFFORD FOUNDATION HOLDINGS, INC, a Georgia corporation ("Foundation Holdings"); SDC, SCC, SF and Foundation Holdings being herein referred to as the "Partners".

**WITNESSETH:**

WHEREAS, pursuant to the Assignment and Assumption of Interests made and entered into by and among the Partners dated as of the Effective Date hereof (the "Assignment"), the "Interests" as defined in the Assignment, have been transferred to Foundation Holdings, and Foundation Holdings has become a limited partner of the Partnership.

WHEREAS, the Partners desire to amend the Partnership Agreement and the Certificate of Limited Partnership of the Partnership, as amended (the "Certificate") to reflect such transfer, resignation and withdrawal.

NOW THEREFORE, in consideration of \$10.00 paid and in consideration of the mutual covenants herein contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned do hereby agree as follows:

1. Amendments to Partnership Agreement: The Partnership Agreement is amended as follows:

(a) Section 2.3 is amended to read as follows:

"2.3 Name and Address of Partners. The names and address of the Partners are as follows:

General Partner:  
Stafford Capital Corporation  
Hwy 82 West, Tifton Georgia 31793

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Limited Partners:  
Stafford Development Company  
1805 Hwy 82 West, Tifton Georgia 31793

Stafford Foundation Holdings, Inc.  
1805 Hwy 82 West, Tifton Georgia 31793

(b) Section 3.1 (b) is amended to read as follows:

(b) Partnership Interests. The Partnership Interests of the Partners are as follows:

SCC	General	00.7%
SDC	Limited	54.3%
Foundation Holdings	Limited	45.0%
Total		100.0%

(c) The Partners hereby confirm that Foundation Holdings has acquired the limited partnership interest of SF.

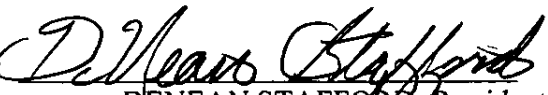
3. Except as herein amended, all of the terms, provisions and agreements of the Partnership Agreement and the Certificate shall continue in full force and effect, and the same are in all respects hereby ratified, reaffirmed and confirmed.

*[signatures contained on following page]*

IN WITNESS WHEREOF, the parties hereto have executed this Amendment through their duly authorized representatives as of the day and year first above written.

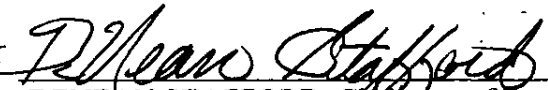
**SDC:**

STAFFORD DEVELOPMENT COMPANY,  
a Georgia corporation

By:   
DENEAN STAFFORD, President  
[corporate seal]

**SF:**

THE STAFFORD FOUNDATION, INC.,  
a Georgia corporation

By:   
DENEAN STAFFORD, Chairman of Board  
[corporate seal]

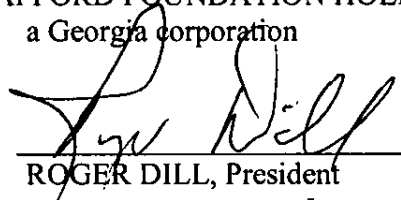
**SCC:**

STAFFORD CAPITAL CORPORATION,  
a Georgia corporation

By:   
FRANK J. JONES, JR, CFO  
[corporate seal]

**Foundation Holdings:**

STAFFORD FOUNDATION HOLDING COMPANY, INC.  
a Georgia corporation

By:   
ROGER DILL, President  
[corporate seal]

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