•	Peabody ?	Brown Surwood Juestor's Name		
	'Sonathan	C. Burwood .	FILED SECRETARY OF STATE DIVISION OF CORPORATIONS	
	1255 231	1 Street, Now	97 AUG 22 AM 9: 41	
		D.C. 20037 Zip Phone # (202) 973-7841		
	City/State/2	(202) 973-7841	Office Use Only	
	CORPORATION 1	NAME(S) & DOCUMENT NU	MBER(S), (if known):	
	1. <u>Midland</u>	Properties Limited	d Partnership XIV	
	2(Corpo	oration Name) (1	Document #)	
3.				
	(Corporation Name) (Document #)			
	4(Corpo	oration Name) (i	Document #)	
	□ Walk in □	Pick up time	Certified Copy	
		Will wait Photocopy	···	
	NEW FILINGS	AMENDMENTS		
1	Profit	Amendment	Company of the Compan	
	NonProfit	Resignation of R.A., Officer/ Di	rector	
	Limited Liability	Change of Registered Agent	7000022539277	
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	Other	Merger		
	PARTY AND DESCRIPTION OF THE PROPERTY OF THE P	THE TRANSPORT OF THE PROPERTY		
	SOTHER FILINGS	REGISTRATION/ QUALIFICATION		
	Annual Report	Foreign		
	Fictitious Name Name Reservation	Limited Partnership		
	Ivanic Reservation	Reinstatement		
		Trademark		
		Other	A32073	
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Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

OIVISION OF CORPORATIONS

97 AUG 22 AM 9: 41

August 1, 1997

PEABODY & BROWN ATTN: JONATHAN C. BURWOOD 1255 23RD STREET, N.W. WASHINGTON, DC 20037

SUBJECT: MIDLAND PROPERTIES LIMITED PARTNERSHIP XIV

Ref. Number: A32073

We have received your document for MIDLAND PROPERTIES LIMITED PARTNERSHIP XIV and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning Corporate Specialist

Letter Number: 197A00039304

CERTIFICATE OF AMENDMENT TO A

CERTIFICATE OF LIMITED PARTNERSHIP OF MIDLAND PROPERTIES LIMITED PARTNERSHIP XIV

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 October 8, 1991 adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Article No. 2 of the Certificate of Limited Partnership is amended as follows:

The mailing address and location of the office of the limited partnership in Florida is 33 North Garden Avenue, Suite 1200, Clearwater, Florida 33755

SECOND: Article No. 3 of the Certificate of Limited Partnership is amended as follows: B97-440

* Midland Equity II Limited Partnership, a Delaware limited partnership, whose mailing address is 33 North Garden Avenue, Suite 1200, Clearwater, Florida 33755, is admitted as a general partner, and;

Midland Equity Corporation, a Florida corporation is withdrawn as a General Partner of the Partnership.

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

FOURTH: Article No. 5 of the Certificate of Limited Partnership is amended as follows:

Midland Financial Holdings, Inc., a Florida corporation, with its mailing address and principal offices at 33 North Garden Avenue, Suite 1200 Clearwater, Florida 33755 will act as registered agent for the limited partnership.

FIFTH: IN WITNESS WHEREOF, The undersigned withdrawing and substitute general partners of the limited partnership have executed this Certificate of Amendment on July 15, 1997.

WITHDRAWING GENERAL PARTNER SUBSTITUTE GENERAL PARTNER

MIDLAND EQUITY CORPORATION, a MIDLAND EQUITY II LIMITED Florida corporation

PARTNERSHIP, a Delaware limited partnership

av F. Mathis, President

By:

MIDLAND EQUITY CORPORATION, a Florida corporation, its general partner

Ray F. Mathis, President