A94000000628 TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

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CONTACT:	CINDY HICKS	
DATE.	6-21-99	9000029100790
,DATE:		****105.00 ****105.00
REF. #:	0171	
CORP. NAME:	MIPH 1, LTD	
(*) ARTICLES OF INCORPOR	ATION (X) ARTICLES OF AMENDMENT	() ARTICLES OF DISSOLUTION
() ANNUAL REPORT	() TRADEMARK/SERVICE MARK	() FICTITIOUS NAMES
() CERT. OF AUTHORITY	() LIMITED PARTNERSHIP	() LIMITED LIABILITY
() REINSTATEMENT	() MERGER	()WITHDRAWAL P
() CERTIFICATE OF CANCEL		C) UCC-3 & GREET
() OTHER:	A)	8 2
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	WITH CHECK# 46869 FOR \$_ ACCOUNT IF TO BE DEBITED:	105.00
	COST LIMIT: \$	
PLEASE RETURN:		
(X) CERTIFIED COPY	LANGER OF STATE OF ST	rus () Plain Stamped Copy
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Examiner's Initials		M 6/21/99:

FIRST AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF MLP #1, LTD.

The undersigned General Partners, desiring to amend the Certificate of Limited Partnership of the MLP #1, Ltd., pursuant to Section 620.109 of the Florida Statutes, hereby state the following:

- 1. The name of the Partnership is "MLP #1, Ltd."
- 2. The Certificate of Limited Partnership was filed on May 2, 1994.
- 3. The Certificate is amended to reflect that the following has been admitted to the Partnership as an additional General Partner:

Julianne Management, Inc. 147 Virginia Drive Winter Park, Florida 32789 699000056048

This First Amendment to Certificate of Limited Partnership was executed by the		
General Partners this 3rd day of June, 1999.	18 SA	
GENERAL PARTNERS:	JUN 2	
JOHN MURPHY MANAGEMENT, INC.	P 898	
By: Mmupley as President	FORATIONS	

JULIANNE MANAGEMENT, INC.

Julianne Murphy, President