

American Bailey

Douglas G. Bailey
President and Chief Executive Officer

Financial Centre
695 East Main Street
Stamford, Connecticut
06901

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July 12, 1999

A94000000835
VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

600002930056--7
-07/13/99-01058-003
*****52.50 *****52.50

Re: Bailey Key Largo LP

Dear Sirs:

Enclosed please find an originally executed Certificate of Amendment to Certificate of Limited Partnership of Bailey Key Largo Limited Partnership and a check for \$52.50 to file this amendment.

Please file this amendment promptly and provide such acknowledgement to me at the above address. I am the contact person for such matters and can be reached either at the main number above or by direct dial with voice mail at 203/351-9595.

Thank you for your attention to this amendment.

Sincerely,

Douglas G. Bailey

DGB/bsk
Enclosures

cc: Martin L. McCann, Esq.

Name Availability	A94000000835	
Document Examiner	GSH	
Updater	GSH	
Updater Verifyer	GSH	
Acknowledgement	GSH	
W. P. Verifyer	GSH	

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 13 PM 1:59

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
BAILEY KEY LARGO LIMITED PARTNERSHIP**

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on June 22, 1994 and previously amended by a certificate of amendment filed with the Florida Department of State on March 14, 1996, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendments:

Section 4 of the certificate is deleted in its entirety and the following is substituted in lieu thereof:

"4. The name and business address of the general partner is as follows:

<u>Name</u>	<u>Business Address</u>
Douglas G. Bailey	American Bailey Corp. Financial Centre 695 East Main Street Stamford, CT 06901

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

THIRD: Signature of current general partner.

Bailey Key Largo Limited Partnership

By: 
Douglas G. Bailey, General Partner

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