1495 MCHYLL BYOTHERS, W. 1475 P.O. 18 180 BAY 3 BLIF 334-344-3800

FAX 344-7862

March 3, 1997

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

Re: Mirabelle-Mitchell Partners, Ltd.

To Whom It May Concern:

Find enclosed a Certificate of Amendment to the above referenced Limited Partnership and a check in the amount of \$52.50. If you have any questions please give me a call at 334/344-3800.

-03/11/97--01065--001 *****52.50 *****52.50

Sincerely,

J. Donald Melton

Treasurer

JDM/cw encls:

Name

Availability

Document Examiner

Updater

Updater Verifyek

Acknowledger

W. P. Verifyei

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERS

OF

MIRABELLE-MITCHELL PARTNERS, LTD.

(insert name currently on file with Florida Dept. of State)

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 March 22, 1995 adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article entitled "Registered Agent" is hereby amended so as to delete therefrom the name "Anna L. Powell" and to substitute and add therefor the name "Wiley C. Page", and otherwise to remain unamended. At the address of 8826 North Davis Highway, Suite 1, Pensacola, F1. 32514

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

THIRD: Signature(s)

Signature of current general partner: MITCHOLL) BROTHERS, INC., General Partner

VICE

Signature(s) of new general partner(s), if applicable:

N/A

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Mirabelle-Mitchell Partners, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

Wiley C. Page

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