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September 10, 1998

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

100002638121--9
-09/14/98--01054--003
****140.00 ****140.00

Re: Fleming Island Business Center, Ltd, f/k/a
Faison-Fleming Island Business Center Limited Partnership

Dear Sirs:

I have enclosed for filing an Amended And Restated Certificate of Limited Partnership and Certificate Changing Registered Office and Registered Agent for the Service of Process Within Florida of FLEMING ISLAND BUSINESS CENTER, LTD. Please file these partnership documents and return a certified copy of the documents to this office in the enclosed self-addressed envelope. Also enclosed is our firm check, in the amount of \$140.00, representing the fees as follows:

Filing Certificate	52.50
Changing Registered Agent	35.00
Certified Copy	<u>52.50</u>
Total Fees	140.00

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,

William L. Thompson, Jr.

WLT:bdg
Enclosures

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FILED
SEP 14 1998
PH 4:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

A95-1358

Name	WLT
Availability	109-0
Document Examiner	WLT
Updater	WLT
Updater Verifier	WLT
Acknowledgement	WLT
W. P. Verifier	WLT

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
FLEMING ISLAND BUSINESS CENTER, LTD., f/k/a
FAISON-FLEMING ISLAND BUSINESS CENTER LIMITED PARTNERSHIP

filed in accordance with Section 620.109, Florida Statutes

The undersigned, having formed and desiring to continue a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986), hereby certifies:

1. The old name of the limited partnership was **Faison-Fleming Island Business Center Limited Partnership** (the "Partnership").
2. The new name of the limited partnership was **Fleming Island Business Center, Ltd.**
3. The original certificate of limited partnership was filed on September 13, 1995.
4. The location of the principal place of business of the Partnership is 1550-A Business Center Drive, Orange Park, Florida 32073, or at such other place as the general partner may designate.
5. The street address of the registered office of the Partnership is 1550-A Business Center Drive, Orange Park, Florida 32073, and the name of the registered agent of the Partnership at that address is John W. O'Connor.
6. The name and business address of the sole general partner of the Partnership is O'Connor Development Corporation, 1550-A Business Center Drive, Orange Park, Florida 32073. F 47768
7. The mailing address of the Partnership is 1550-A Business Center Drive, Orange Park, Florida 32073.
8. The term of the Partnership commenced on September 13, 1995, and shall continue until December 31, 2030.

FILED
98 SEP 14 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned does solemnly swear that the foregoing statements are true and correct as of this 9th day of September, 1998.

GENERAL PARTNER:

O'CONNOR DEVELOPMENT CORPORATION

WITNESSES:

Beverly D. Griffith
Will D. P.

By: John W. O'Connor
John W. O'Connor, President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 9th day of September, 1998, by John W. O'Connor, as President of O'Connor Development Corporation, a Florida corporation, on behalf of the corporation, as general partner of Fleming Island Business Center, Ltd., who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.



WILLIAM L. THOMPSON, JR.
My Comm. Exp. Sept. 11, 1999
Comm. No. CC 479758
Bonded thru Pichard Ins. Agcy.

(SEAL)

William L. Thompson, Jr.
Print Name: William L. Thompson, Jr.
Notary Public, State of Florida
My Commission expires: 9-11-99
Commission Number: CC 479758

A:\PARTNER.AMD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE CHANGING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Florida Statutes §48.061 and §620.1051, the following is submitted:

Fleming Island Business Center, Ltd., having organized under the laws of the State of Florida hereby states:

I The name and street address of its present registered agent is: John M. Joyce, Suite 500, 225 E. Robinson Street, Orlando, Florida 32801.

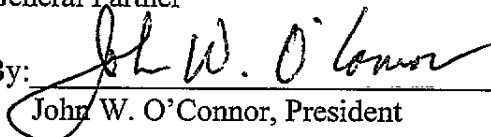
II The name of its new registered agent is: **John W. O'Connor.**

III The street address of new registered agent is: **1550-A Business Center Drive, Orange Park, Florida 32073.**

IV The change of registered agents and the address the registered agent was authorized by the general partner and limited partners of Fleming Island BusinessCenter, Ltd.

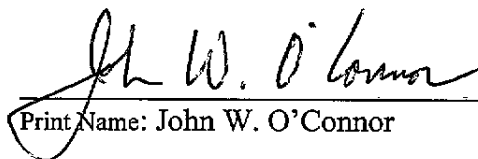
FLEMING ISLAND BUSINESS CENTER, LTD.

By: O'CONNOR DEVELOPMENT CORPORATION
General Partner

By: 
John W. O'Connor, President

Dated: Sept 9, 1998

ACCEPTANCE BY REGISTERED AGENT. Having been named to accept service of process for the above-named limited partnership at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of the Florida Revised Uniform Limited Partnership Act (1986) relative to the keeping of said office and the proper and complete performance of his duties.


Print Name: John W. O'Connor

Dated: Sept 9, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
A-16 AGENT CHG