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JOHNSON BLAKELY

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NAME: COTTON FAMILY ASSOCIATES, LTD.

AUDIT NUMBER.....H98000002855

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1998

BRUCE H. BOKOR, ESQ.
JOHNSON BLAKELY POPE BOKOR ET AL
911 CHESTNUT STREET
CLEARWATER, FL 33756

SUBJECT: COTTON FAMILY ASSOCIATES, LTD.
REF: A95000001474

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the address of the new general partner in the amendment.

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) 487-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: E98000002855
Letter Number: 698A00007949

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AMENDMENT TO CERTIFICATE OF
LIMITED PARTNERSHIP OF
COTTON FAMILY ASSOCIATES, LTD.

The undersigned General Partner, desiring to amend the Certificate of Limited Partnership of COTTON FAMILY ASSOCIATES, LTD., hereby states:

1. The name of the Partnership is COTTON FAMILY ASSOCIATES, LTD. The original Certificate of limited partnership was filed on September 29, 1995.

2. The address of the office of the Partnership is 3000 Hargett Lane, Safety Harbor, Florida 34695.

3. The amendment to the Certificate of Limited Partnership is:

"The General Partner of the Limited Partnership is GATOR LAKE MOBILE HOME PARK, INC. The address of the General Partner is 3000 Hargett Lane, Safety Harbor, FL 34695."

4. The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true. This certificate was duly executed and is being filed in accordance with §620.109, Florida Statutes.

IN WITNESS WHEREOF, this Amendment to Certificate of Limited Partnership has been executed on behalf of the sole General Partner of COTTON FAMILY ASSOCIATES, LTD., this 29th day of December, 1997.

WITNESSES:

Candace Gleason
A. H. [Signature]
Candace Gleason
A. H. [Signature]

ASSIGNING GENERAL PARTNER

Larry Joe Cotton
LARRY JOE COTTON, Trustee

Anna Beth Cotton
ANNA BETH COTTON, Trustee

NEW GENERAL PARTNER:

GATOR LAKE MOBILE HOME
PARK, INC.

By Larry Joe Cotton
LARRY JOE COTTON, President

Bruce H. Bokor, Esq.
Johnson, Blakely, Pope,
Bokor, Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, FL 33756
(813) 461-1818; Florida Bar #0150340
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