

A9500000/030

April 25, 2001

VIA FEDERAL EXPRESS

MJH

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

A95-1630

4/27

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-05/09/01--01132--005
*****52.50 *****52.50

Re: **Faison-Waterford Lakes Village Limited Partnership**

To Whom It May Concern:

With respect to the above-referenced entity, please find enclosed herein the following:

1. A Certificate of Amendment to Application for Registration, amending the general partner's name;
2. Our check in the amount of \$52.50 for the filing of the Amendment;
3. 2001 Uniform Business Report; and
4. Our check in the amount of \$141.25 representing our annual fee.

Please return an acknowledgment to the undersigned of the amendment in the enclosed, self-addressed and stamped envelope.

Please call me at (704) 972-2511 if you have any questions.

Sincerely,

Nancy Farmer

Nancy L. Farmer
Treasury Coordinator

Enclosures

FILED
01 APR 27 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#52.50-LP

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

Faison-Waterford Lakes Village Limited Partnership

(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 Dept. of State on 10/26/1995, adopts the following certificate of amendment to its certificate of limited partnership.

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

Change in general partner:

Effective at midnight on 12/31/2000, Faison Capital Development, Inc. was merged into Faison Capital Development, LLC.

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

THIRD: Signature(s)

Signature of current general partner:

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

By: Faison Capital Development, LLC

By: _____

Allen S. Jackson, Jr.

FILED
01 APR 27 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA