

A9 5000001832

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(850) 224-9115 FAX (850) 222-7560

March 16, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 27 AM 11:25

HAND DELIVERY

Secretary of State's Office
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

600002459216-8
-03/17/98-01039-010
*****52.50 *****52.50

Re: Hayes Management, Ltd.

Dear Sir or Madam:

Enclosed for filing is an Amended and Restated Certificate of Limited Partnership of Hayes Management, Ltd., f/k/a Brooks Hayes Family Limited Partnership. Also enclosed is a copy of the certificate to be date stamped. Our check for \$52.50 for the filing fee is attached.

If you have any questions, please call.

Sincerely,

David Hull

David J. Hull

(4)

af
Enclosure

djh\fmly-ltd\hayes\ltr\sos.amd

RECEIVED
98 MAR 17 AM 10:37
TALLAHASSEE, FLORIDA

Handwritten signature/initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 17, 1998

AUSLEY & MCMULLEN

TALLAHASSEE, FL

SUBJECT: BROOKS HAYES FAMILY LIMITED PARTNERSHIP
Ref. Number: A95000001832

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DIVISION OF CORPORATIONS
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We have received your document for BROOKS HAYES FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The new name that the partnership has chosen -- HAYES MANAGEMENT, LTD. -- is NOT AVAILABLE for use in Florida due to a conflict with the name of an active Florida corporation located in Vero Beach. Please see attached printout.

Please choose another name for the partnership.

ALSO, PLEASE note that to avoid confusion, the partnership's current name - BROOKS HAYES FAMILY LIMITED PARTNERSHIP - should appear in the TITLE of this document.

ALSO, in addition to the MAILING ADDRESS in Item 2, the street address of the partnership's PRINCIPAL OFFICE should be listed.

ALSO, street addresses -- not post office boxes -- should be listed for the 2 general partners in Item 4.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 998A00014408

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
HAYES FORESTRY MANAGEMENT LTD.
F/K/A BROOKS HAYES FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

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98 MAR 27 AM 11:25

The undersigned General Partners of Hayes Forestry Management, Ltd., formerly known as the Brooks Hayes Family Limited Partnership as set forth in the Certificate of Limited Partnership filed with the Secretary of State on November 28, 1995 (the "Original Certificate"), desiring to amend and restate the Original Certificate, hereby state the following:

1. The name of the Partnership is Hayes Forestry Management, Ltd. (the "Partnership").

2. The mailing address of the Partnership is Post Office Box 417, Blountstown, Florida 32424, and the street address of its principal office is Highway 275 North, Blountstown, Florida 32424.

3. The name and address of the agent for service of process on the Partnership are D. Burke Hayes, Highway 275 North, Blountstown, Florida 32424. The name and address of the former agent for service of process was M. Brooks Hayes, Post Office Box 417, Blountstown, Florida 32424.

4. The names and business addresses of the General Partners are:

M. Burke Hayes
Highway 275 North
Blountstown, FL 32424

D. Burke Hayes
Highway 275 North
Blountstown, FL 32424

5. The latest date upon which the Partnership shall dissolve is December 31, 2051.

6. The effective date of this Certificate of Limited Partnership shall be upon filing.

7. This Amended and Restated Certificate of Limited Partnership amends the certificate filed with the Secretary of State on November 28, 1995 by (a) changing the name of the partnership from the Brooks Hayes Family Limited Partnership to Hayes Forestry Management, Ltd.; (b) removing Nan D. Hayes as a General Partner and adding M. Brooks Hayes in her stead; (c) changing the agent for service of process from M. Brooks Hayes to D. Burke Hayes; and (d) changing the latest date upon which the partnership shall dissolve from December 31, 2025 to December 31, 2051.

The change of the registered agent was authorized by the general partners. Furthermore, the execution of this Certificate by the undersigned General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by all of the General Partners of Leonard Farms Limited on this _____ day of _____, 1998, and will be filed in accordance with Section 620.109, Florida Statutes (1997).


M. BROOKS HAYES


D. BURKE HAYES

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DIVISION OF CORPORATIONS
MAY 11 25
1998