

# A95000001951

HOLLAND & KNIGHT  
Requestor's Name  
315 SOUTH CALHOUN STREET  
Address  
Tallahassee, Florida 32301  
City/State/Zip Phone #  
224-7000

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. <u>Cross Bayou, Ltd</u>	(Corporation Name)	(Document #)	<u>A95-1951</u> Name Availability <u>OK</u> Document Examiner <u>OK</u> Updater <u>OK</u> Updater Verifier <u>OK</u> Acknowledgement <u>OK</u> Certificate of Status Verifier <u>OK</u>
2. _____	(Corporation Name)	(Document #)	
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-02/19/98-01016-027  
\*\*\*\*\*840.00 \*\*\*\*\*105.00

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Examiner's Initials	
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**FIRST AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**CROSS BAYOU, LTD.**

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The undersigned General Partner of **CROSS BAYOU, LTD.**, a Florida limited partnership (the "Partnership"), has executed this First Amendment to Certificate of Limited Partnership pursuant to Section 620.109 of the Florida Revised Uniform Limited Partnership Act (the "Act") and certifies as follows:

**I. Name**

The name of the Partnership is **CROSS BAYOU, LTD.**

**II. Certificate Filing Date**

The Partnership's Certificate of Limited Partnership was filed with and approved by the Secretary of State of Florida on December 14, 1995.

**III. Amendment**

The Certificate of Limited Partnership is hereby amended by deleting Articles II, III and IV and replacing them entirely as follows:

II. Name and Address of Registered Agent. The name and address of the registered agent and office for service of process of the limited partnership shall be:

CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

III. General Partner. The name and business address of the General Partner is as follows:

Highwoods/Florida Holdings, L.P.  
3100 Smoketree Court  
Suite 600  
Raleigh, North Carolina 27604

B96-467

IV. Location of Principal Place of Business and Mailing Address. The limited partnership's principal place of business and mailing address shall be:

c/o Highwoods/Florida L.P.  
3100 Smoketree Court  
Suite 600  
Raleigh, North Carolina 27604

The undersigned General Partner of the Partnership, hereby executes this First Amendment to the Certificate of Limited Partnership effective as of February 4, 1998 on this 4th day of February, 1998.

HIGHWOODS/FLORIDA HOLDINGS, L.P.,  
a Florida limited partnership

By: HIGHWOODS/FLORIDA GP, CORP.,  
a Delaware corporation, as its general  
partner

By: 

Richard Nash, Vice President

MIA4-589904

**SIGN  
HERE**

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS AS REGISTERED AGENT.

CT CORPORATION SYSTEM

SIGNATURE

Name:

VICKY GOLDSTEIN

Title:

SPECIAL ASSISTANT SECRETARY

DATE

2/18/98

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