

A95000002010

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Barron Collier Investments Ltd.
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Richard L. Stout, C.P.A.
Contact Person
Barron Collier Partnership, LLLP
Firm/Company
2600 Golden Gate Parkway
Address
Naples, FL 34105
City, State and Zip Code
MGarcia@barroncollier.com
E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

Richard L. Stout, C.P.A. at (239) 262-2600
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee \$61.25 Filing Fee and Certificate of Status \$105.00 Filing Fee and Certified Copy \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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

Barron Collier Investments, Ltd.

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on December 22, 1995, assigned Florida document number A95000002010, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

New name must be distinguishable and contain an acceptable suffix.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address: _____

(Must be STREET address)

New Mailing Address: _____

(May be post office box)

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C. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida street address

_____, Florida _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

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 CLERK OF THE CIRCUIT COURT
 IN AND FOR THE COUNTY OF HILLSBOROUGH, FLORIDA

If Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
GP	Harold S Lynton TTE for the Trust Under the Will of Barron Collier Jr. f/b/o Juliet C. Sproul	2600 Golden Gate Parkway Naples, FL 34105	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
GP	Juliet C. Sproul, TTE TTE for the Trust Under the Will of Barron Collier Jr. f/b/o Juliet C. Sproul.	2600 Golden Gate Parkway Naples, FL 34105	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
GP	Juliet A. Sproul, TTE TTE for the Trust Under the Will of Barron Collier Jr. f/b/o Juliet C. Sproul	2600 Golden Gate Parkway Naples, FL 34105	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
GP	Jennifer S. Sullivan, TTE TTE for the Trust Under the Will of Barron Collier Jr. f/b/o Juliet C. Sproul	2600 Golden Gate Parkway Naples, FL 34105	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
GP	Phyllis G. Doane	2600 Golden Gate Parkway Naples, FL 34105	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
GP	Phyllis G. Alden	2600 Golden Gate Parkway Naples, FL 34105	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
GP	Frances G. Vilere	2600 Golden Gate Parkway Naples, FL 34105	<input checked="" type="checkbox"/> Remove - This GP has been listed twice. Please delete one listing only - here

E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.)

F. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

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TALLAHASSEE FLORIDA

Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner or all general partners*:

(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)

Barron Collier III
Barron Collier III, General Partner

Signature(s) of all new or dissociating general partner(s), if any:

Juliet C. Sproul
Juliet C. Sproul

Juliet A. Sproul
Juliet A. Sproul, TTE
TTE for the Trust under the Will of Barron Collier Jr. f/b/o Juliet C. Sproul

Jennifer S. Sullivan
Jennifer S. Sullivan, TTE
TTE for the Trust under the Will of Barron Collier Jr. f/b/o Juliet C. Sproul

Phyllis E. Alden
Phyllis E. Alden, General Partner

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75