

A960000000712

LAW OFFICES

COLEMAN, TALLEY, NEWBERN, KURRIE, PRESTON & HOLLAND

A LIMITED LIABILITY PARTNERSHIP

WADE H. COLEMAN
GEORGE T. TALLEY
C. GEORGE NEWBERN
THOMPSON KURRIE, JR.
RICHARD L. COLEMAN
EDWARD F. PRESTON
WILLIAM E. HOLLAND
R. CLAY POWELL
GREGORY T. TALLEY
RUSSELL D. HENRY

December 17, 1998

910 NORTH PATTERSON STREET
POST OFFICE BOX 5437
VALDOSTA, GA 31603-5437
TELEPHONE 912-242-7562
TELECOPIER 912-333-0885

OF COUNSEL
JOHN T. McTIER

B. LAMAR TILLMAN

06317-00

HENRY T. BRICE
(1925-1976)

VIA FEDERAL EXPRESS

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

100002727501--4

-12/31/98-01028-006

*****52.50 *****52.50

Re: Reid Family Partnership, Ltd., a Florida Limited Liability Partnership

Gentlemen:

Enclosed please find your letter of December 11, 1998, along with original and copy of revised 1998 Amendment to the above Partnership. Please file the original, stamp the copy and return in the enclosed self-addressed, stamped envelope. Please make certain that the filing is processed during 1998.

With regard to your question concerning limited partners, I enclose herewith resignation of Harry T. Reid as a general partner only, leaving James Harrell Reid as the sole remaining general partner. I am not decreasing the contributions of the limited partners. The general partner, James Harrell Reid, has one (1%) percent of the partnership only and the limited partners consisting of Harry T. Reid, James Harrell Reid, not individually, but in his capacity of the trustee of the testamentary trust under the Will of Kathryn H. Reid, James Harrell Reid, Trammel Reid, James Harrell Reid, as natural guardian for James Harrell Reid, Jr., and James Harrell Reid, as natural guardian for Kathryn Leigh Reid own a ninety-nine (99%) percent interest in the limited partnership.

If this does not effectively answer your questions, please call me immediately as I need this certificate filed during 1998.

Thank you very much for your assistance.

Very truly yours,

Richard L. Coleman

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EXPENSE DUE	
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Name	
Availability	
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to RLC:ldt	DUC
Enclosures	
W. P. Verityer	DUC

cc: Mr. Harry T. Reid
Mr. Curtis Fowler

WADE H. COLEMAN
GEORGE T. TALLEY
C. GEORGE NEWBORN
THOMPSON KURRIE, JR.
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HENRY T. BRICE
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A96000000712



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1998

RICHARD L. COLEMAN
COLEMAN TALLEY NEWBERN ET AL
P.O. BOX 5437
VALDOSTA, GA 31603-5437

SUBJECT: THE REID FAMILY PARTNERSHIP, LTD.
Ref. Number: A96000000712

We have received your document for THE REID FAMILY PARTNERSHIP, LTD. and your check(s) totaling \$11.20. However, the enclosed document has not been filed and is being returned for the following correction(s):

The check submitted must be made payable to the Secretary of State.

The document must include the date of filing of its original certificate of limited partnership. Our records reflect the original certificate was filed on April 11, 1996. Please amend your document accordingly.

Are you trying to decrease the contributions of the limited partners? If so will you please give us the grand total of the limited partners only. If you are decreasing the contributions the filing fee will be \$52.50.

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

Letter Number: 498A00058619



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 21, 1998

RICHARD L. COLEMAN
COLEMAN TALLEY NEWBERN ET AL
P.O. BOX 5437
VALDOSTA, GA 31603-5437

SUBJECT: THE REID FAMILY PARTNERSHIP, LTD.
Ref. Number: A96000000712

We have received your document for THE REID FAMILY PARTNERSHIP, LTD., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$52.50.

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

Letter Number: 298A00059818

FIRST AMENDMENT TO
CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP
OF REID FAMILY PARTNERSHIP, LTD.

STATE OF FLORIDA
COUNTY OF HAMILTON

This First Amendment to Certificate and Agreement of Limited Partnership, original partnership agreement filed on April 11, 1996, is made and entered into this 1st day of January, 1998 by and among James Harrell Reid ("General Partner") and Harry T. Reid, James Harrell Reid, not individually, but in his capacity as trustee of the Testamentary Trust under the Will of Kathryn H. Reid, James Harrell Reid, individually, Trammel Reid, James Harrell Reid as Natural Guardian for James Harrell Reid, Jr., James Harrell Reid as Natural Guardian for Kathryn Leigh Reid, ("Limited Partners") as follows:

By deleting Exhibit "B" in its entirety and inserting in lieu thereof the following Exhibit "B".

EXHIBIT B		
	Initial Contributions	Percentage Interest
Harry T. Reid	481.00	48.1%
James Harrell Reid, not individually, but in his capacity as Trustee of the Testamentary Trust under the Will of Kathryn H. Reid	269.00	26.9%
James Harrell Reid	120.00	12.0%*
Trammel Reid	110.00	11.0%
James Harrell Reid, as Natural Guardian for James Harrell Reid, Jr.	10.00	1.0%
James Harrell Reid, as Natural Guardian for Kathryn Leigh Reid	10.00	1.0%

* 1.00% as General Partner; and 11.0% as Limited Partner

FILED
98 DEC 31 AM 10:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

GENERAL PARTNER:

James Harrell Reid
JAMES HARRELL REID, Individually

LIMITED PARTNERS:

Harry T Reid
HARRY T. REID

James Harrell Reid
JAMES HARRELL REID, TRUSTEE OF THE
TESTAMENTARY TRUST UNDER THE LAST
WILL AND TESTAMENT OF KATHRYN H
REID

James Harrell Reid
JAMES HARRELL REID

Trammel Reid
TRAMMEL REID

James Harrell Reid
JAMES HARRELL REID, AS NATURAL
GUARDIAN FOR JAMES HARRELL REID, JR.

James Harrell Reid
JAMES HARRELL REID, AS NATURAL
GUARDIAN FOR KATHRYN LEIGH REID

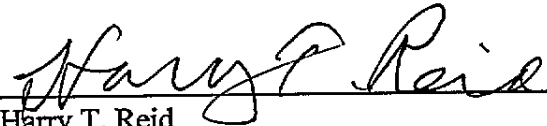
FILED
DEC 31 AM 10
CLERK OF DISTRICT COURT
FLORIDA
JAMES HARRELL REID

STATE OF FLORIDA
HAMILTON COUNTY

RESIGNATION

Effective immediately, I resign as a General Partner of the Reid Family Partnership, Ltd.,
a Florida Limited Partnership.

This the 8th day of December 1998.



Harry T. Reid

FILED
98 DEC 31 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA