

A92000000928

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

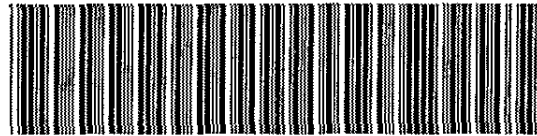
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

ALY

Office Use Only



500080298245

10/02/06--01014--002 **54.50

FILED
2006 OCT -2 P 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Law Offices
Gary, Dytrych & Ryan

PROFESSIONAL ASSOCIATION

JOHN W. GARY, III
JAMES H. RYAN
DONALD R. BICKNELL, JR.
LAWRENCE W. SMITH
ALYS NAGLER DANIELS
PETER M. ARMOLD
GREGORY C. PICKEN
ROBERT N. HOGAN, II

RICHARD G. DYTRYCH
1925 - 1996

701 U.S. HIGHWAY ONE, SUITE 402
NORTH PALM BEACH, FLORIDA 33408
TELEPHONE (561)-844-3700
FAX (561)-844-2388

September 28, 2006

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

Re: John C. Bills Enterprises, Ltd.
GDR file # BI1000.465

Dear Registration Section:

Please find enclosed an original Certificate of Amendment To Agreement of Limited Partnership of John C. Bills Enterprises, Ltd. to be filed.

Also enclosed is our firm's trust account check no. 2218, in the sum of \$54.50, for filing fees.

Sincerely,

GARY, DYTRYCH & RYAN, P.A.

By: 
Beth Akl
Real Estate Paralegal

ba/enclosures

FILED
2006 OCT -2 P 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT
TO AGREEMENT OF LIMITED PARTNERSHIP
OF
JOHN C. BILLS ENTERPRISES, LTD.

Pursuant to the provisions of section 620.1202, Florida Statutes, **JOHN C. BILLS ENTERPRISES, LTD.**, a Florida limited partnership, whose certificate was filed with the Florida Department of State under Document No. A9600000928, and was Amended by filings filed with the Florida Department of State on July 7, 1997 and May 23, 2000, adopt the following certificate of amendment to its certificate of limited partnership.

1. Amendment to Agreement of Limited Partnership. The Partners hereby further amend the Agreement of Limited Partnership, of **JOHN C. BILLS ENTERPRISES, LTD.**, a Florida limited partnership, as previously amended, as follows:

Section 1. Purpose as contained in the Amendment to Agreement of Limited Partnership filed with the Florida Secretary of State on July 7, 1997 is deleted in its entirety and in its place and stead the following **Section 1.** is added:

"1. **Purpose.** The Partnership's business and purpose shall consist solely of the acquisition, ownership, operation, leasing, development, use, marketing, mortgaging and management of the real estate located in Palm Beach Gardens, Florida being more particularly described in **Exhibit "A"** attached hereto and incorporated herein by reference ("Property") and such activities as are necessary, incidental or appropriate in connection therewith."

Paragraph (i) of Section 2. Powers and Duties as contained in the Amendment to Agreement of Limited Partnership filed with the Florida Secretary of State on July 7, 1997 is deleted in its entirety and in its place and stead the following **Paragraph (i) of Section 2.** is added:

"(i) borrow money or incur indebtedness on behalf of the Partnership other than normal trade accounts payable and lease obligations in the normal course of business, or grant consensual liens on the Partnership's property; except, however, that the General Partner is hereby authorized to secure financing for the Partnership pursuant to the terms of the promissory note with Metropolitan Life Insurance Company ("Note") and other indebtedness expressly permitted therein or in the documents executed in connection with or as security for the Note, and to grant a mortgage, lien or liens on the Partnership's Property (as more particularly described in **Exhibit "A"** attached hereto), to secure the Note, and all modifications and amendments thereto."

2. Amended Filed Documents of Limited Partnership. The Partners authorize the General Partner to file with the Florida Department of State this Amendment, and any other documents General Partner deems advisable, reflecting the above described amendment to the Partnership Agreement.

3. Conflicts. In the event of any conflict between this Amendment and the Partnership Agreement, as previously amended, this Amendment shall control. Except as specifically modified herein, the Partnership Agreement is in full force and effect.

4. Counterparts. This Amendment may be signed in counterpart.

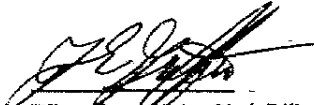
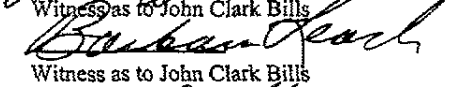
FILED
JUL 2 1997
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

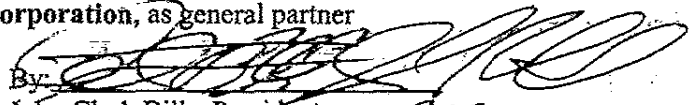
FILED

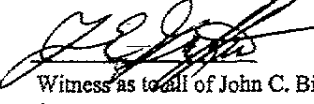
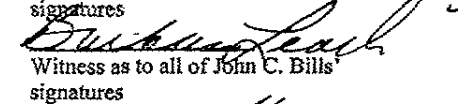
* In Witness Whereof, the undersigned being all of the partners of JOHN C. BILLS ENTERPRISES, LTD., a Florida limited partnership have duly executed this Amendment effective as of the date of filing with the Florida Department of State.


Witnesses:

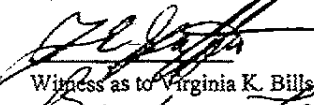

JOHN C. BILLS ENTERPRISES, LTD., a Florida limited partnership
BY: JOHN C. BILLS ENTERPRISES, INC., a Florida corporation, as general partner

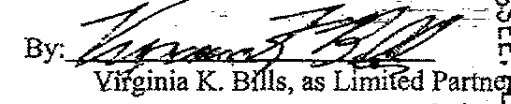

Witness as to John Clark Bills

Witness as to John Clark Bills

By: 
John Clark Bills, President


Witness as to all of John C. Bills' signatures

Witness as to all of John C. Bills' signatures

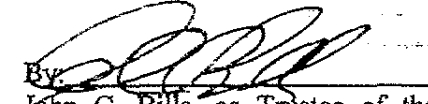
By: 
John C. Bills, as Limited Partner

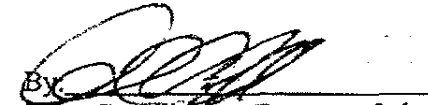

Witness as to Virginia K. Bills

Witness as to Virginia K. Bills

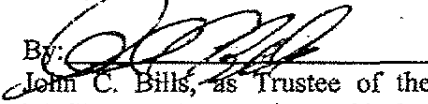
By: 
Virginia K. Bills, as Limited Partner

2008 OCT - 2 P 2: 31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

By: 
John C. Bills, as Trustee of the Todd Palmer McCloskey Trust u/t McCloskey 1996 GST-2 Trust, as Limited Partner

By: 
John C. Bills, as Trustee of the David Palmer McCloskey Trust u/t McCloskey 1996 GST-2 Trust, as Limited Partner

By: 
John C. Bills, as Trustee of the Laure Palmer McCloskey Trust u/t McCloskey 1996 GST-2 Trust, as Limited Partner

By: 
John C. Bills, as Trustee of the Devon Palmer McCloskey Trust u/t McCloskey 1996 GST-2 Trust, as Limited Partner