

A96000001268

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

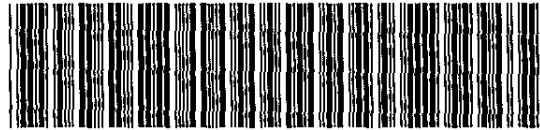
(Business Entity Name)

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STATE
PALM BEACH COUNTY FLORIDA

BRK

AUSLEY & MCMULLEN

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TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560

Writer's Direct Line: (850) 425-5457

June 18, 2004

FILED
04 JUN 18 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Buck Kohr
Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

VIA HAND DELIVERY

Re: **McCord Realty Limited, Registration #A96000001268**

Dear Buck:

Enclosed for filing are the following documents pertaining to McCord Realty Limited, a Florida limited partnership:

1. the original and one copy of the Second Amended and Restated Certificate of Limited Partnership of McCord Realty Limited;
2. the original and one copy of the Statement of Qualification for Florida Limited Liability Limited Partnership of **McCord Realty Limited, LLLP**; and
3. the 2004 Limited Partnership Annual Report. As we discussed, our client filed a 2004 Annual Report on January 28th, but the report apparently never made it to data entry.

I am also enclosing this firm's check in the amount of \$182.50 for the filing fee for the amended and restated certificate (\$52.50), the certified copy charge for the certificate (\$52.50), the LLLP filing fee (\$25.00), and the certified copy charge for the LLLP qualification statement (\$52.50). No fees are enclosed for the annual report, since your records reflect those were paid January 30th.

I would appreciate your calling me at 425-5457 when the certified copies are ready; and I will arrange for someone to pick it up. If you have any questions or need any additional information, please give me a call. Thank you so much for your courtesy and your assistance.

Sincerely,


Donna Marie Walters
Legal Assistant

/dmw

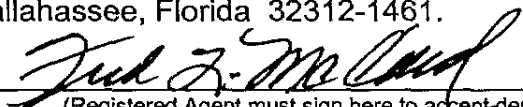
Enclosures

H:\HPP\ESTATE\McCord\Ltr\SOS ltr 06.18.04 A&R Cert LLLP.doc
002034.10657

**SECOND AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
McCORD REALTY LIMITED
a Florida Limited Partnership**

FILED
04 JUN 18 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned General Partners of **McCORD REALTY LIMITED**, formerly known as **McCord Limited Partnership** as set forth in the Certificate of Limited Partnership filed with the Secretary of State on July 3, 1996, amended and restated on April 16, 1998, and subsequently amended on January 30, 2004, desiring to amend and restate the original certificate, hereby state the following:

1. The name of the Limited Partnership is **McCord Realty Limited** (the "Partnership").
2. The business address of the Partnership is 3209 Remington Run, Tallahassee, Florida 32312-1461.
3. The mailing address of the Partnership is P.O. Box 182889, Tallahassee, Florida 32318-0025.
4. The name of the Registered Agent for service of process on the Partnership is Fred L. McCord.
5. The Florida street address for the Registered Agent is 3209 Remington Run, Tallahassee, Florida 32312-1461.
6. 

(Registered Agent must sign here to accept designation as Registered Agent of Service of Process)
7. The latest date upon which the Partnership is to be dissolved is December 31, 2051.
8. The name and street address of the General Partners are:

Fred L. McCord	Clifford R. Hinkle
3209 Remington Run	111 South Monroe Street
Tallahassee, Florida 32312-1461	Suite 2000B
	Tallahassee, Florida 32301-1583
9. This Second Amended and Restated Certificate of Limited Partnership amends the certificate filed with the Secretary of State on July 3, 1996, by (a) changing the business and mailing address of the partnership; (b) changing the street address of the Registered Agent; (c) changing the street address of the existing General Partner; and (d) adding a new General Partner.

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 the General Partners of **McCORD REALTY LIMITED** this 8th day of June, 2004.


FRED L. McCORD


CLIFFORD R. HINKLE