

A96000001800

LAW OFFICES

**PURCELL, FLANAGAN & HAY, P.A.**

POST OFFICE BOX 40749 (32203)  
1548 LANCASTER TERRACE  
JACKSONVILLE, FL 32204

THOMAS K. PURCELL  
TIMOTHY L. FLANAGAN  
JONATHAN L. HAY  
HARRIS L. BONNETTE, JR.  
CLARENCE F. FRAZIER  
JOHN I. FISHBURNE, III

HANS G. TANZLER, III  
OF COUNSEL

November 25, 1997

TELEPHONE  
(904) 355-0355  
TELECOPIER  
(904) 355-0820

EMAIL  
JHAY@JAXTAXLAW.COM

Corporate Records Bureau  
Division of Corporations  
Department of State  
ATTN: Amendments Section  
P. O. Box 6327  
Tallahassee, FL 32314

700002358627--7  
-12/01/97--01034--002  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Re: Bird's Nest Investments, Ltd.  
Document Number: A96000001800

Dear Sir or Madam:

CM

Enclosed for filing please find an original and one copy of a Certificate of Amendment of Certificate of Limited Partnership and Affidavit of Capital Contributions for the above-referenced limited partnership.

Please file the original of the enclosed Certificate of Amendment, and return the copy stamped "filed" to me. Enclosed is a check in the amount of \$ 52.50 for payment of the applicable fee.

If you have any questions or require any additional information, please contact me.

Very truly yours,

*Jonathan L. Hay*  
Jonathan L. Hay

JLH/eb  
enclosures  
c: Dr. C. Ashley Bird

FILED  
97 DEC -1 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF LIMITED PARTNERSHIP  
AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**OF**

**BIRD'S NEST INVESTMENTS, LTD.**

FILED  
97 DEC -1 PM 1:29  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned general partners file this Certificate of Amendment of Certificate of Limited Partnership of **BIRD'S NEST INVESTMENTS, LTD.** with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), in order to amend the filing of a Florida limited partnership.

1. **NAME.** The name of the limited partnership is BIRD'S NEST INVESTMENTS, LTD.

2. **PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE OFFICE AT WHICH THE RECORDS REQUIRED TO BE MAINTAINED BY THE PARTNERSHIP UNDER THE ACT ARE KEPT IS:** 8000 Highway A1A South, Apartment 108, St. Augustine, Florida 32086.

3. **REGISTERED AGENT OF THE LIMITED PARTNERSHIP WILL BE:** C. Ashley Bird, whose business address is 8000 Highway A1A South, Apartment 108, St. Augustine, Florida 32086.

4. **NAME AND ADDRESS OF THE GENERAL PARTNERS OF THE PARTNERSHIP ARE AS FOLLOWS:**

**NAME**

**ADDRESS**

C. Ashley Bird, Trustee of the  
C. Ashley Bird Revocable Trust  
u/a/d August 3, 1992, as amended

8000 Highway A1A South, Apartment 108  
St. Augustine, Florida 32086

C. Ashley Bird, Trustee of the Family  
Trust created under the Esther A.  
Bird Revocable Trust dated  
August 3, 1992

8000 Highway A1A South, Apartment 108  
St. Augustine, Florida 32086

C. Ashley Bird, Jr.

8000 Highway A1A South, Apartment 108  
St. Augustine, Florida 32086

Louise Bird

8000 Highway A1A South, Apartment 108  
St. Augustine, Florida 32086

5. THE EFFECTIVE DATE OF THIS LIMITED PARTNERSHIP SHALL BE: The date this Certificate is filed with the Secretary of State.

6. THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO BE DISSOLVED AND ITS AFFAIRS WOUND UP WILL BE: December 31, 2035.

7. CONTRIBUTIONS AND ANTICIPATED CONTRIBUTIONS OF LIMITED PARTNERS: The limited partners will make initial capital contributions for their partnership interest of \$1,500,000 and it is anticipated that the limited partners may make additional capital contributions of up to \$500,000. The total amount anticipated to be contributed by the limited partners is \$2,000,000.


8. AFFIRMATION. Each general partner hereby acknowledges that pursuant to the Act:

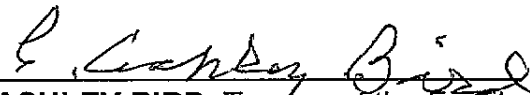
a. The execution of this certificate by the general partner constitutes an affirmation under penalties of perjury that the facts stated herein are true;

b. The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and

c. If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be cancelled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 31 of October, 1997.

  
**C. ASHLEY BIRD**, Trustee of the C.  
Ashley Bird Revocable Trust u/a/d  
August 3, 1992  
General Partner

  
**C. ASHLEY BIRD**, Trustee of the Family  
Trust created under the Esther A. Bird  
Revocable Trust u/a/d August 3, 1992  
General Partner

  
**C. ASHLEY BIRD, JR.**  
General Partner

  
**LOUISE BIRD**  
General Partner

FILED  
97 DEC -1 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA