

A97000000016

LAW OFFICE
SHREETER, WHEELER & LINTZ
THE CHILDER BUILDING
SIXTH FLOOR
127 PEACHTREE STREET, N.E.
ATLANTA, GEORGIA 30303-1845

(404) 681-3450
FACSIMILE: (404) 681-1046

Heather B. Autry

E-MAIL: hautry@swfllp.com

May 29, 2001

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

200004334752--3
-05/30/01--01091--001
*****52.50 *****52.50

**RE: Certificate of Amendment and Statement of Qualification for
Roosevelt Square Limited Liability Limited Partnership, a Florida
Limited Partnership**

Dear Sir or Madam:

Please find the enclosed original and two (2) conformed copies of the Certificate of Amendment and Statement of Qualification for the above-referenced corporation, a check in the amount \$52.50 for the Amendment filing fee, and a check in the amount of \$25.00 for the Statement of Qualification filing fee.

Please return the file-stamped copies of the document in the return envelope which is self-addressed and stamped for your convenience.

Thank you for your assistance.

Sincerely,

Heather B. Autry

Heather B. Autry

hbc
Enclosures

H:\hautry\corporations\floridasecofstate.doc

A97-16
a

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
ROOSEVELT SQUARE LIMITED PARTNERSHIP

Pursuant to the Provisions of Section 620.109, Florida Statutes, this Florida Limited Partnership, whose certificate was filed with the Florida Department of State on January 1, 1997, adopts the following certificate of amendment to its certificate of Limited Partnership.

I.

Article 1 shall be amended as follows: "The name of the Limited Liability Limited Partnership is Roosevelt Square Limited Liability Limited Partnership."

II.

Article 8 shall be added to the certificate. Article 8 shall state, "The Limited Partnership hereby elects to be a Limited Liability Limited Partnership."

III.

The General Partner and the Limited Partners of Roosevelt Square Limited Partnership have unanimously consented to elect to become a Limited Liability Limited Partnership.

IV.

The street address of the principal place of business of the Limited Liability Limited Partnership is 1545 Peachtree Street, Suite 250, Atlanta, Georgia 30309.

V.

The address of the registered office in the State of Florida is 101 East Kennedy Boulevard, Suite 2560, Tampa, Florida 33602. The name of the registered agent for the Partnership is William J. Terry.

VI.

This election shall be effective the date filed with the Department of State.

IN WITNESS WHEREOF, the undersigned, being all of the General Partners of the Limited Partnership, do hereby execute this Certificate of Limited Partnership.

DEWBERRY CAPITAL CORPORATION

By: 
JOHN K. DEWBERRY, President