

A970000000197
 Requestor's Name: Robert Maoney
 Address: 7118 BEECH RIDGE

City/State/Zip: TALLAHASSEE FL 32312 6688500
 Phone #: _____

900002071559--6
 -01/28/97--01187--005
 ****105.00 ****105.00
 Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. PINEY 2, LIMITED PARTNERSHIP
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 97 JAN 23 PM 1:53

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F460000074

S. TAX FILING 1/23/97
 R. AGENT FEE 52.50
 C. COPY 52.50
 TOTAL 105.00
 N. BANK BALANCE DUE _____
 REFUND _____

Examiner's Initials BK

This instrument prepared by:
Robert E. Maloney, Jr., Esq.
7118 Beech Ridge Trail
Tallahassee, Florida 32312

AMENDMENT TO CERTIFICATE OF PARTNERSHIP
OF
PINEY-Z, LTD.

FILED
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DIVISION OF CORPORATIONS
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THE UNDERSIGNED, GRACE H. DANSBY, and PROACTIVE TECHNOLOGIES, INC., after first being duly sworn, jointly and severally depose and say:

1. That on October 25, 1995, a Partnership Agreement to form a Florida limited partnership known as PINEY-Z, LTD., a Florida limited partnership was executed by GRACE H. DANSBY, as a limited partner, and MARK A. CONNER and J.T. WILLIAMS, as general partners.
2. On January 9, 1996, the partnership was amended to make MARK A. CONNER a and GRACE H. DANSBY limited partners, and J.T. WILLIAMS, JR., the general partner
3. The Original Certificate of Limited Partnership was filed on Jan. 23, 1997.
4. The Original Certificate of Limited Partnership is amended as follows:
 - a. On January 12, 1996, MARK A. CONNER assigned his limited partnership interest to PROACTIVE TECHNOLOGIES, INC., of 7118 Beech Ridge Trail, Tallahassee, Florida 32312.
 - b. On May 17, 1996, J.T. WILLIAMS assigned his general partnership interest to PROACTIVE TECHNOLOGIES, INC., of 7118 Beech Ridge Trail, Tallahassee, Florida 32312.

c. Per the Partnership Agreement, GRACE H. DANSBY consented to the assignments on October 21, 1996.

d. As of the date of the filing of this Certificate of Amendment to certificate of Partnership of Piney-Z, Ltd., the limited partners are: GRACE H. DANSBY and PROACTIVE TECHNOLOGIES, INC., and the general partner is PROACTIVE TECHNOLOGIES, INC.

e. The name and address of the Registered Agent for Service of Process shall be ~~Piney-Z, Ltd.~~ Mark A. Conner, President, Proactive Technologies, Inc., General Partner, 7118 Beech Ridge Trail, Tallahassee, Florida 32312.

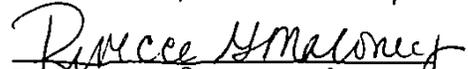
f. The mailing address of the limited partnership shall be Piney-Z, Ltd., 7118 Beech Ridge Trail, Tallahassee, Florida 32312

g. The partnership shall continue in existence until December 31, 2005, unless terminated or dissolved sooner.

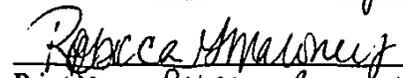
FURTHER AFFIANT SAYETH NAUGHT.

WITNESSES:


Print Name: Robert H. Maloney Jr.


Print Name: Rebecca G. Maloney

Robert E. Maloney, Jr.
Print Name: Robert E. Maloney Jr.


Print Name: Rebecca G. Maloney

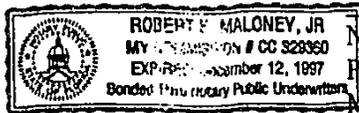

GRACE H. DANSBY


PROACTIVE TECHNOLOGIES, INC.
By: Mark A. Conner, President

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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STATE OF FLORIDA
COUNTY OF LEON,

The foregoing instrument was acknowledged this 21st day of October, 1996 by
GRACE H. DANSBY, who is personally known to me or who has produced _____ as
identification and who did take an oath.

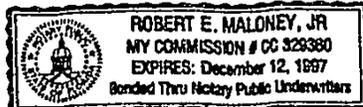


Robert E. Maloney
Notary Public
Print Name: Robert E. Maloney
My commission expires: 12/12/97

91 JAN 28
DIVISION OF CORPORATIONS
FILED AT STATIONS
PH 1:59

STATE OF FLORIDA
COUNTY OF LEON,

The foregoing instrument was acknowledged this 21st day of October, 1996 by MARK
A. CONNER, President of PROACTIVE TECHNOLOGIES, INC., who is personally known to
me or who has produced _____ as identification and who did take an oath.



Robert E. Maloney
Notary Public
Print Name: Robert E. Maloney, Jr.
My commission expires: 12/12/97