

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 1349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-347-8062  
 FAX (904) 224-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RECEIVED  
 97 APR 17 AM 10:25  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

TAX FILING 52.50  
 R. AGENT FEE \_\_\_\_\_  
 C. COPY 52.50  
 TOTAL \_\_\_\_\_  
 N. BANK \_\_\_\_\_  
 BALANCE DUE \_\_\_\_\_  
 RECEIVED \_\_\_\_\_

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 4-17-97  
 TIME 9:21  
 BY DRK  
 CK No. \_\_\_\_\_

WALK-IN  
 Will Pick Up \_\_\_\_\_

\_\_\_\_\_ of \_\_\_\_\_  
 Florida E.R.E. Inc.  
 A97000000330

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Seal	100002150241--3	
Ltd. Partnership File	-04/22/97--01026--017	
Foreign Corp. File	*****52.50 *****52.50	
( ) Cert. Copy(s)		
Art. of Amend. File LP		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
SUBTOTALS		

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 DIVISION OF CORPORATIONS  
 97 APR 17 PM 12:48

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**AMENDMENT TO  
FLORIDA I.R.E., LIMITED  
CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP**

This is the first amendment to the Certificate and Agreement of Limited Partnership and is entered into among **FLORIDA I.R.E., INC.**, a Florida corporation, (the "General Partner") and **RICHARD P. TURNER** and **NICHOLAS J. TURNER** (collectively, the "Existing Limited Partners") and **SARENS DE COSTER N.V.** (the "New Limited Partner"). The parties hereto, desiring to amend the limited partnership known as **FLORIDA I.R.E., LIMITED** pursuant to the provisions of Chapter 620 of the Florida Statutes, hereby join together and agree as follows:

A. The new Limited Partner is admitted as a Limited Partner and each reference to the "Limited Partners" in the Partnership Agreement shall be deemed to be a reference to the Existing Limited Partners and the New Limited Partner, further any reference to a "Partner" or the "Partners" shall be a reference to the Limited Partner(s) (including New Limited Partner) and the General Partner.

B. Section B of Article III, is amended to read:

"B. Initial Capital Interests. The initial Capital Interests shall be:

<b>RICHARD P. TURNER</b>	<b>33%</b>
<b>NICHOLAS J. TURNER</b>	<b>33%</b>
<b>SARENS DE COSTER, N.V.</b>	<b>33%</b>
<b>FLORIDA I.R.E., INC.</b>	<b>1%".</b>

C. Section B of Article V ("Capital and Capital Accounts") is amended to read:

"B. Capital Contribution of Limited Partners. The capital contribution from each Limited Partner shall be each Limited Partner's equitable interest in the real property located in Polk County, Florida, and described on the attached Exhibit "A" which is agreed among the Partners to be as follows:

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D. This Amendment to the Partnership Agreement may be executed in several counterparts; all executed counterparts shall constitute one Agreement, binding on all parties, even though all parties have not executed the original or the same counterpart.

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Frank Comparetto Jr.  
FRANK COMPARETTO JR.  
(Type or Print Name)

\_\_\_\_\_  
(Type or Print Name)

Nicholas J. Turner  
NICHOLAS J. TURNER

South Lodge Ropsley  
NR Grantham Lincolnshire  
(Type or Print Address)  
NG33 4AS. U.K.

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DIVISION OF CORPORATIONS  
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# VENUS LAKE PROPERTIES LEGAL DESCRIPTION

That part of Sections 8 and 9, Township 29 South, Range 27 East, Polk County, Florida, being more particularly described as follows: Beginning at the Southeast corner of the West one-half of the Southeast Quarter of said Section 8, Township 29 South, Range 27 East, Polk County, Florida, run thence North 88° 50' 56" West, along the South boundary of said Section 9, a distance of 2020.54 feet to the South Quarter corner of said Section 9; thence run North 88° 18' 30" West, along said South boundary, a distance of 2313.87 feet to a point on a curve concaved Easterly, having a radius of 11034.16 feet and a central angle of 07° 08' 06"; thence run Northerly along said curve, parallel with the Easterly right-of-way boundary of U.S. Highway 27 (State Road 25), an arc-distance of 1374.10 feet for a chord-bearing of North 20° 24' 29" West and a chord-distance of 1373.21 feet; thence run North 88° 53' 01" West, a distance of 314.92 feet to a point on said Easterly right-of-way boundary of U.S. Highway 27; said point also being on a curve concaved Easterly, having a radius of 11334.16 feet and a central angle of 00° 22' 15"; thence run Northerly, along said curve and right-of-way, an arc-distance of 73.34 feet for a chord-bearing of North 16° 09' 51" West and a chord-distance of 73.34 feet; thence run South 88° 53' 28" East, a distance of 314.26 feet to a point on a curve concaved Easterly, having a radius of 11034.16 feet and a central angle of 03° 07' 21"; thence run Northerly, along said curve, parallel with said Easterly right-of-way boundary of U.S. Highway 27, an arc-distance of 601.32 feet for a chord-bearing of North 14° 53' 50" West and a chord-distance of 601.25 feet; thence run North 88° 53' 48" West, a distance of 309.51 feet to a point on said Easterly right-of-way boundary of U.S. Highway 27; said point being on a curve concaved Easterly, having a radius of 11334.16 feet and a central angle of 02° 43' 03"; thence run Northerly, along said curve and right-of-way boundary, an arc-distance of 537.57 feet for a chord-bearing of North 11° 35' 13" West and a chord-distance of 537.52 feet; thence run North 89° 37' 54" East, a distance of 304.62 feet to a point on a curve concaved Easterly, having a radius of 11034.16 feet and a central angle of 03° 22' 43"; thence run Northerly, along said curve, parallel with said Easterly right-of-way boundary of U.S. Highway 27, an arc-distance of 550.67 feet for a chord-bearing of North 08° 48' 35" West and a chord-distance of 650.58 feet; thence run South 89° 34' 55" West, a distance of 302.01 feet to a point on said Easterly right-of-way boundary of U.S. Highway 27; said point being on a curve concaved Easterly, having a radius of 11334.16 feet and a central angle of 00° 30' 42"; thence run Northerly, along said curve and right-of-way boundary, an arc-distance of 101.19 feet for a chord-bearing of North 06° 41' 11" West and a chord-distance of 101.19 feet; thence run South 89° 49' 48" East, a distance of 650.21 feet; thence run North 05° 05' 53" West, a distance of 643.88 feet to a point on the Southerly, right-of-way boundary of State Road 542, as in use; thence run South 89° 08' 54" East, along said Southerly right-of-way boundary, a distance of 1508.66 feet; thence run North 88° 47' 53" East, along said Southerly right-of-way boundary, a distance of 568.17 feet; thence run South 00° 16' 03"

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West, a distance of 1250.15 feet; thence run North 87° 13' 17" East, a distance of 186.19 feet; thence run North 01° 27' 39" East, a distance of 915.21 feet; thence run North 89° 37' 01" East, a distance of 671.14 feet; thence run South 00° 32' 24" East, a distance of 1443.82 feet; thence run North 89° 40' 10" East, a distance of 761.31 feet; thence run South 00° 32' 29" West, a distance of 17.12 feet; thence run South 89° 31' 26" East, a distance of 881.72 feet; thence run South 00° 32' 29" West, a distance of 164.00 feet; thence run South 89° 31' 25" East, a distance of 60.00 feet; thence run North 00° 32' 29", East a distance of 164.00 feet; thence run South 89° 31' 26" East, a distance 253.54 feet; thence run North 00° 27' 37" East, a distance of 274.80 feet to a point on the Westerly right-of-way boundary of the Seaboard Coast Line Railroad; thence run South 21° 01' 40" East, along said railroad right-of-way boundary a distance of 705.13 feet; thence run South 23° 30' 43" West, a distance of 461.50 feet; thence run South 08° 30' 12" West, a distance of 486.50 feet to a point on the East boundary of the West one-half of the Southeast Quarter of the Southeast Quarter of said Section 9; thence run South 00° 01' 30" East, along said East boundary, a distance of 875.55 feet to the said Point of Beginning.

SUBJECT TO easements and/or rights-of-way as of record and/or in use.

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B. Section B of Article III, is amended to read:

"B. Initial Capital Interests. The initial Capital Interests shall be:

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<b>FLORIDA I.R.E., INC.</b>	<b>1%".</b>

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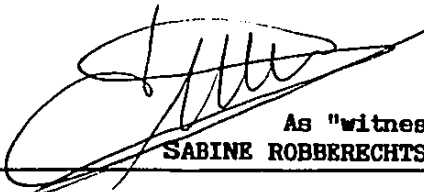
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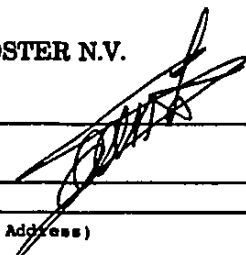
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As "witness"  
SABINE ROBBERECHTS  
\_\_\_\_\_  
(Type or Print Name)

\_\_\_\_\_  
(Type or Print Name)

SARENS DE COSTER N.V.

By:   
\_\_\_\_\_  
(Type or Print Address)

Afgevaardigd Bestuurder  
Ludo A.C. SARENS

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# VENUS LAKE PROPERTIES LEGAL DESCRIPTION

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APPROPRIATIONS  
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IN WITNESS WHEREOF, the parties have executed this Agreement the day and year first above written.

Signed in the presence of:

FLORIDA I.R.E., INC.,  
a Florida corporation

By:

As its

*Richard P. Turner*  
*PRESIDENT*

\_\_\_\_\_  
(Type or Print Name)

\_\_\_\_\_  
(Type or Print Address)

\_\_\_\_\_  
(Type or Print Name)

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 APR 17 PM 12:48

# VENUS LAKE PROPERTIES LEGAL DESCRIPTION

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DIVISION OF RECORDS  
91 APR 1 1968  
TAMPA, FLORIDA

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**CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP**

This is the first amendment to the Certificate and Agreement of Limited Partnership and is entered into among **FLORIDA I.R.E., INC.**, a Florida corporation, (the "General Partner") and **RICHARD P. TURNER** and **NICHOLAS J. TURNER** (collectively, the "Existing Limited Partners") and **SARENS DE COSTER N.V.** (the "New Limited Partner"). The parties hereto, desiring to amend the limited partnership known as **FLORIDA I.R.E., LIMITED** pursuant to the provisions of Chapter 620 of the Florida Statutes, hereby join together and agree as follows:

A. The new Limited Partner is admitted as a Limited Partner and each reference to the "Limited Partners" in the Partnership Agreement shall be deemed to be a reference to the Existing Limited Partners and the New Limited Partner, further any reference to a "Partner" or the "Partners" shall be a reference to the Limited Partner(s) (including New Limited Partner) and the General Partner.

B. Section B of Article III, is amended to read:

"B. Initial Capital Interests. The initial Capital Interests shall be:

<b>RICHARD P. TURNER</b>	<b>33%</b>
<b>NICHOLAS J. TURNER</b>	<b>33%</b>
<b>SARENS DE COSTER, N.V.</b>	<b>33%</b>
<b>FLORIDA I.R.E., INC.</b>	<b>1%".</b>

C. Section B of Article V ("Capital and Capital Accounts") is amended to read:

"B. Capital Contribution of Limited Partners. The capital contribution from each Limited Partner shall be each Limited Partner's equitable interest in the real property located in Polk County, Florida, and described on the attached Exhibit "A" which is agreed among the Partners to be as follows:

<b>RICHARD P. TURNER</b>	<b>33%</b>
<b>NICHOLAS J. TURNER</b>	<b>33%</b>
<b>SARENS DE COSTER, N.V.</b>	<b>33%."</b>

D. This Amendment to the Partnership Agreement may be executed in several counterparts; all executed counterparts shall constitute one Agreement, binding on all parties, even though all parties have not executed the original or the same counterpart.

E. Except to the extent specifically modified hereby the original Partnership Agreement shall remain in full force and effect with the exception that for all purposes the New Limited Partner shall be deemed to have been a Limited Partner from the inception of the Partnership.

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*Richard P. Turner.*

**RICHARD P. TURNER**

*THE ROBSLEY ESTATE*

*GRANTHAM LINCOLNSHIRE*

(Type or Print Address) *NG33 4AS*  
*U.K.*

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# VENUS LAKE PROPERTIES LEGAL DESCRIPTION

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That part of Sections 8 and 9, Township 29 South, Range 27 East, Polk County, Florida, being more particularly described as follows: Beginning at the Southeast corner of the West one-half of the Southeast Quarter of the Southeast Quarter of said Section 9, Township 29 South, Range 27 East, Polk County, Florida, run the North 88° 50' 56" West, along the South boundary of said Section 9, a distance of 2020.54 feet to the South Quarter corner of said Section 9; thence run North 88° 18' 30" West, along said South boundary, a distance of 2313.87 feet to a point on a curve concaved Easterly, having a radius of 11034.16 feet and a central angle of 07° 08' 06"; thence run Northerly along said curve, parallel with the Easterly right-of-way boundary of U.S. Highway 27 (State Road 25), an arc-distance of 1374.10 feet for a chord-bearing of North 20° 24' 29" West and a chord-distance of 1373.21 feet; thence run North 88° 53' 01" West, a distance of 314.92 feet to a point on said Easterly right-of-way boundary of U.S. Highway 27; said point also being on a curve concaved Easterly, having a radius of 11334.16 feet and a central angle of 00° 22' 15"; thence run Northerly, along said curve and right-of-way, an arc-distance of 73.34 feet for a chord-bearing of North 16° 09' 51" West and a chord-distance of 73.34 feet; thence run South 88° 53' 28" East, a distance of 314.26 feet to a point on a curve concaved Easterly, having a radius of 11034.16 feet and a central angle of 03° 07' 21"; thence run Northerly, along said curve, parallel with said Easterly right-of-way boundary of U.S. Highway 27, an arc-distance of 601.32 feet for a chord-bearing of North 14° 53' 50" West and a chord-distance of 601.25 feet; thence run North 88° 53' 48" West, a distance of 309.51 feet to a point on said Easterly right-of-way boundary of U.S. Highway 27; said point being on a curve concaved Easterly, having a radius of 11334.16 feet and a central angle of 02° 43' 03"; thence run Northerly, along said curve and right-of-way boundary, an arc-distance of 537.57 feet for a chord-bearing of North 11° 35' 13" West and a chord-distance of 537.52 feet; thence run North 89° 37' 54" East, a distance of 304.62 feet to a point on a curve concaved Easterly, having a radius of 11034.16 feet and a central angle of 03° 22' 43"; thence run Northerly, along said curve, parallel with said Easterly right-of-way boundary of U.S. Highway 27, an arc-distance of 650.67 feet for a chord-bearing of North 08° 48' 35" West and a chord-distance of 650.58 feet; thence run South 89° 34' 55" West, a distance of 302.01 feet to a point on said Easterly right-of-way boundary of U.S. Highway 27; said point being on a curve concaved Easterly, having a radius of 11334.16 feet and a central angle of 00° 30' 42"; thence run Northerly, along said curve and right-of-way boundary, an arc-distance of 101.19 feet for a chord-bearing of North 06° 41' 11" West and a chord-distance of 101.19 feet; thence run South 89° 49' 48" East, a distance of 650.21 feet; thence run North 05° 05' 53" West, a distance of 643.88 feet to a point on the Southerly, right-of-way boundary of State Road 542, as in use; thence run South 89° 08' 54" East, along said Southerly right-of-way boundary, a distance of 1508.66 feet; thence run North 88° 47' 53" East, along said Southerly right-of-way boundary, a distance of 568.17 feet; thence run South 00° 16' 03"



West, a distance of 1250.15 feet; thence run North 87° 13' 17" East, a distance of 186.19 feet; thence run North 01° 27' 39" East, a distance of 915.21 feet; thence run North 89° 37' 01" East, a distance of 671.14 feet; thence run South 00° 32' 24" East, a distance of 1443.92 feet; thence run North 89° 40' 10" East, a distance of 761.31 feet; thence run South 00° 32' 29" West, a distance of 17.12 feet; thence run South 89° 31' 26" East, a distance of 881.72 feet; thence run South 00° 32' 29" West, a distance of 164.00 feet; thence run South 89° 31' 26" East, a distance of 60.00 feet; thence run North 00° 32' 29" East, a distance of 164.00 feet; thence run South 89° 31' 26" East, a distance 253.54 feet; thence run North 00° 27' 37" East, a distance of 274.80 feet to a point on the Westerly right-of-way boundary of the Seaboard Coast Line Railroad; thence run South 21° 01' 40" East, along said railroad right-of-way boundary a distance of 705.13 feet; thence run South 23° 30' 43" West, a distance of 461.50 feet; thence run South 08° 30' 12" West, a distance of 486.50 feet to a point on the East boundary of the West one-half of the Southeast Quarter of the Southeast Quarter of said Section 9; thence run South 00° 01' 30" East, along said East boundary, a distance of 875.55 feet to the said Point of Beginning.

SUBJECT TO easements and/or rights-of-way as of record and/or in use.

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