

APR-28-2005 FRI 03:48 PM

FAX NO.

P. 01

Division of Corporations

Page 1 of 1

A970000000335

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

4/29 amend

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000109759 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

MJH

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 839-4264

A97-335

LIMITED PARTNERSHIP AMENDMENT

MT. ZION ROAD PARTNERS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$52.50

Electronic Filing Menu

Corporate Filing

Public Access Help

RECEIVED
05 APR 29 PM 3:55
DIVISION OF CORPORATIONS

Florida Dept. of State Electronic Filing
Facsimile Audit No. HO5000189759 3

**THIRD AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
MT. ZION ROAD PARTNERS, LTD.**

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting the withdrawing and the remaining general partners of MT. ZION ROAD PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The current name of the Partnership is MT. ZION ROAD PARTNERS, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was February 6, 1997 (the "Original Certificate"). The Original Certificate was amended pursuant to the filing of those certain Amendments to the Certificate filed on June 6, 1997 and March 2, 2000 (collectively, the "Amendments") (the Original Certificate and the Amendments are hereinafter collectively referred to as the "Certificate").
3. NuRock Corporation, a Georgia corporation, has withdrawn as a general partner of the Partnership.
4. Paragraph 3 of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:
 3. The name and business address of the general partner is:
CED CAPITAL HOLDINGS VII, LTD., a Florida limited partnership
1551 Sandspur Road
Maitland, Florida 32751
5. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.

The undersigned have hereunto set their hand and seal this 31st day of December, 2004.

WITHDRAWING GENERAL PARTNER:

NUROCK CORPORATION, a Georgia corporation

By: [Signature]
Robert G. Hoskins, President

REMAINING GENERAL PARTNER:

CED CAPITAL HOLDINGS VII, LTD., a Florida limited partnership

By: CED Capital Holdings VII, Inc., a Florida corporation, its managing general partner

By: [Signature]
Tricia Doody, Vice President