

A97 000000891

PAULA G. DRUMMOND
A Professional Corporation
for the Practice of Law

Paula G. Drummond
Attorney and Counsellor at Law

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August 28, 1997

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200002282632--3
-09/02/97--01122--001
***936.25 ***875.00

Re: Peabody Hotels, Ltd.
State number A97000000891

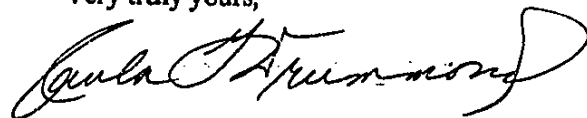
Division:

Enclosed for filing are originals of an Amended and Restated Certificate of Limited Partnership and Supplemental Affidavit of Capital Contributions for Peabody Hotels, Ltd., plus copies to file stamp and return to me along with the confirmation of your receipt and filing the documents. I also request that you forward to me a certificate of good standing for this partnership. My check in the amount of \$936.25 to cover the following costs is enclosed:

\$875.00 filing fee for the increase in the amount of limited partner capital contributions
\$ 52.50 to file the Amended and Restated Certificate of Limited Partnership
\$ 8.75 for a certificate of good standing for the partnership.

Please confirm your receipt of these documents and forward the certificate of good standing at your earliest convenience.

Very truly yours,



Paula G. Drummond

PGD:cmq

A97-891

Name Availability	9293
Document Examiner	92
Updater	92
Updater Verifier	92
Acknowledgment	92
W. P. Verifier	92

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97 SEP -2 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FF \$875.00

**SUPPLEMENTAL
AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned authority, personally appeared DAVID A. BRANNEN, President of BRANNEN PROPERTIES OF PEABODY, INC., a Florida corporation, being one of the General Partners of PEABODY HOTELS, LTD., (the "Partnership"), who, upon being duly sworn, certified as follows:

1. Peabody Hotels, Ltd., a Florida Limited Partnership, was formed on April 23, 1997 and assigned document number A97000000891.
2. The purpose of this Supplemental Affidavit of Capital Contributions is to increase the amount of anticipated limited partner capital contributions to the Partnership by One Hundred Twenty Five Thousand Dollars.
3. With this increase, the amount of capital contributions to the Partnership anticipated to be made by the limited partners is in the aggregate the sum of Three Million Three Hundred Seventy Five Thousand Dollars (\$3,375,000).

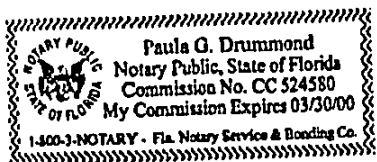
Under penalties of perjury, I, the undersigned, declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.


BRANNEN HOLDINGS OF PEABODY, INC.

By: 
David A. Brannen, President

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me on this 28th day of August, 1997 by David A. Brannen, in his capacity as President of Brannen Holdings of Peabody, Inc., on behalf of the corporation, who is personally known to me and known to hold the office stated.




PAULA G. DRUMMOND
Notary Public, State of Florida
My Commission #: CC524580
My Commission expires: March 30, 2000

FILED
07 SEP -2 PM 4:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

A9700000891

Phillip G. Williams
Requestor's Name
120 S. Alcaniz Street
Address
Pensacola, Fl. 32501
City/State/Zip Phone #

Office Use Only

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

1. Peabody Hotels, Ltd.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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07 SEP - 2 PM 11:30
SECRETARY OF STATE
Tallahassee, Florida

- ☐ 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

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****936.25 *****61.25

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Name Availability	<u>OK</u>
Document Examiner	<u>OK</u>
Updater	<u>OK</u>
Updater Verifier	<u>OK</u>
Acknowledgement	<u>OK</u>
W. P. Verifier	<u>OK</u>

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
PEABODY HOTELS, LTD.
a Florida limited partnership**

The undersigned General Partner, BRANNEN HOLDINGS OF PEABODY, INC., on behalf of PEABODY HOTELS, LTD., a Florida limited partnership formed on April 23, 1997 and being assigned document number A97000000891, hereby amends and restates its Certificate of Limited Partnership, pursuant to §620.109, Fla. Stat., for the purpose of amending paragraph 4 of the Original Certificate to change the mailing address for General Partner Leatherwood Properties of Peabody, Inc., as follows:

1. The name of the Partnership is PEABODY HOTELS, LTD.
2. The address of the office of the Partnership is 401 E. Chase Street, Suite 105, Pensacola, FL 32501.
3. The name and address of the agent for service of process on the Partnership is David A. Brannen, 401 E. Chase Street, Suite 105, Pensacola, FL 32501.
4. The name and business address of the two General Partners are:

Brannen Holdings of Peabody, Inc. *P97-28546*
401 E. Chase Street, Suite 105
Pensacola, FL 32501

Mailing Address: P.O. Box 940, Gulf Breeze, FL 32562-0940

P97-28543
Leatherwood Properties of Peabody, Inc.
401 E. Chase Street, Suite 105
Pensacola, FL 32501

Mailing Address: P.O. Box 907, Norwich, VT 05055
5. The mailing address of the Partnership is P.O. Box 940, Gulf Breeze, FL 32562-0940.
6. The latest date upon which the partnership shall dissolve is December 31, 2047.

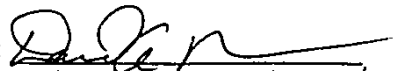
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CLERK OF STATE
TALLAHASSEE, FLORIDA

7. This Amended and Restated Certificate of Limited Partnership has been duly executed and filed in accordance with §620.109 (7), Fla. Stat.

THE EXECUTION OF THIS AMENDED AND RESTATED CERTIFICATE BY THE UNDERSIGNED GENERAL PARTNER CONSTITUTES AN AFFIRMATION UNDER THE PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the PEABODY HOTELS, LTD. by its General Partner, Brannen Holdings of Peabody, Inc., on this 28th day of August, 1997.

BRANNEN HOLDINGS OF
PEABODY, INC.

By: 
David A. Brannen, President / Registered Agent

FILED
97 SEP -2 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA