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SUITE 2000 Memphis, Tennessee 38103

> (901) 526-2000 FACSIMILE (901) 577-2303

MISSISSIPPI

JACKSON

WASHINGTON, D.C.

ROY KEATHLEY Direct Dial: (901) 577-2310 Facsimile: (901) 577-2303

Internet Address: rkeathley@bdbc.com

April 13, 2000

Partnership/Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE:

Certificate of Amendment for Jackson Tower East Limited Partnership

Dear Sirs:

We have enclosed for filing the Certificate of Amendment to Certificate of Limited Pattnership of Jackson Tower East Limited Partnership. We would request a certification by your office of this deling.

We have enclosed our check in the amount of \$52.50 for the Amendment and the certification. If there are any additional charges, please let us know.

Thank you for your assistance.

Yours very truly

Roy Keathley

RK/sml

Enclosures (as stated)

M RK 521531 v1 782490-043 04/14/2000

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

JACKSON TOWER EAST 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 June 17, 1997, and was amended by Certificate of Amendment to Certificate of Limited Partnership filed with the Florida Department of State on February 7, 2000, adopts the following Certificate of Amendment to its Certificate of Limited Partnership:

FIRST: Article 7 is hereby amended to read as follows:

7. Names of General Partners:

Address

Greg Jackson Management Company, Inc.

601 S. Andrews Drive, Suite 201 Fort Lauderdale, Florida 33301

J.J.D. Tower, L.L.C.

2400 East Las Olas Boulevard Fort Lauderdale, Florida 33301

Managers at Sunrise, Inc.

p97-108183

1000 Ridgeway Loop Road, Suite 320

Memphis, TN 38120

SECOND:

This Certificate of Amendment shall be effective at the time of its filing with the Florida

Department of State.

THIRD:

Signatures of Current General Partners:

Greg Jackson Management Company, Inc.

Greg Jackson, President

J.J.D. Tower, L.L.C.

Dr.

By:

J. Doyle, Sole Member

Signature of new general partner:

Managers at Sonrise, Inc.

Frank L. Flautt, Jr., President

O APR 21 PM 4: !