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April 23, 1998

HAND DELIVERY

Secretary of State's Office
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: JBJ Resources, Ltd.
f/k/a Slappey Limited Partnership

300002499183--5
-04/24/98--01023--008
*****52.50 *****52.50

Dear Sir or Madam:

Enclosed for filing is an Amended and Restated Certificate of Limited Partnership of JBJ Resources, Ltd. Also enclosed is a copy of the certificate to be date stamped. Our check for \$52.50 for the filing fee is attached.

If you have any questions, please call.

Sincerely,

Adrienne U. Francis
Adrienne U. Francis
Secretary

Enclosure

djh\fmly-ltd\slappey\ltr\sos.amd

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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ok
4/24/98

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
JBJ RESOURCES, LTD.,
F/K/A SLAPPEY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

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The undersigned General Partners of JBJ Resources, Ltd., formerly known as Slappey Limited Partnership as set forth in the Certificate of Limited Partnership filed with the Secretary of State on June 26, 1997 (the "Original Certificate"), desiring to amend and restate the Original Certificate, hereby state the following:

1. The name of the Partnership is JBJ Resources, Ltd. (the "Partnership").
2. The mailing address and principal place of business of the Partnership is 3321 Robinhood Road, Tallahassee, Florida 32303.
3. The name and address of the agent for service of process on the Partnership is Orien Elizabeth Slappey Waddill, 3321 Robinhood Road, Tallahassee, Florida 32303.
4. The names and business addresses of the General Partners are as follows:

Orien Elizabeth Slappey Waddill 3321 Robinhood Road Tallahassee, FL 32303	James H. Slappey 2027 County Road 245 New Castle, CO 81647
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5. The latest date upon which the Partnership shall dissolve is December 31, 2051.
6. The effective date of this Certificate of Limited Partnership shall be upon filing.
7. This Amended and Restated Certificate of Limited Partnership amends the certificate filed with the Secretary of State on June 26, 1997, by (a) changing the name of the partnership from Slappey Limited Partnership to JBJ Resources, Ltd.; and (b) removing Jean Y. Slappey as general partner.

The execution of this Certificate by the undersigned General Partners 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 by all of the General Partners of JBJ Resources, Ltd. on this 23rd day of April, 1998, and will be filed in accordance with Section 620.109, Florida Statutes (1997).


ORIEN ELIZABETH SLAPPEY WADDILL


JAMES H. SLAPPEY

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