

A97000002645



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 963548 9196A

AUTHORIZATION : Patricia Kyte

COST LIMIT : \$ 87.50 105.00

ORDER DATE : September 16, 1998

ORDER TIME : 11:46 AM

ORDER NO. : 963548-010

CUSTOMER NO: 9196A

400002641254--0

CUSTOMER: Ms. Clare Phillips  
Katherine A. Christy, Esq  
Suite 150  
250 International Parkway  
Heathrow, FL 32746

A97-2645

DOMESTIC AMENDMENT FILING

NAME: EPOCH INVESTORS XII, LTD

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
98 SEP 17 PM 3:25  
CLERK OF COURT  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 17, 1998

SARA LEA  
CSC  
TALLAHASSEE, FL

SUBJECT: EPOCH INVESTORS XII, LTD.  
Ref. Number: A97000002645

We have received your document for EPOCH INVESTORS XII, LTD. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The fee to file the amendment is \$52.50 and for a certified copy is \$52.50 for a total of \$105.00, please make corrections on cost limit.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 998A00047079

FILED  
98 SEP 17 PM 3:25  
TALLAHASSEE, FL 32301

**AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
EPOCH INVESTORS XII, LTD.**

The undersigned, desiring to file this Amendment to Certificate of Limited Partnership of EPOCH INVESTORS XII, LTD. with the office of the Secretary of State of Florida, pursuant to Section 620.109, F.S., certifies as follows:

1. The name of the Partnership before this amendment is:  
EPOCH INVESTORS XII, LTD.
2. The name of the Partnership after this amendment will be:  
EPOCH-FLORIDA CAPITAL RESORT LAND PARTNERS, LTD.
3. The original Certificate of Limited Partnership was filed with the Secretary of the State of Florida on December 8, 1997.
4. The purpose of this Amendment is to amend the name of the Partnership to EPOCH-FLORIDA CAPITAL RESORT LAND PARTNERS, LTD. (formerly known as EPI Investors XII, Ltd.). The name and principal place of business of the General Partner (formerly known as EPI XII, Inc.) is as follows:

General Partner: EPI RESORT LAND, INC. 997-103282  
250 International Parkway, Suite 150  
Heathrow, FL 32746

5. In all other respects the Certificate of Limited Partnership shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto set their hands and seals on the 21st day of September, 1998.

**GENERAL PARTNER:**

EPI RESORT LAND, INC., a Florida corporation  
(formerly EPI XII, Inc.)

By: C. Thomas Selby  
C. Thomas Selby, Vice President

Clare B. Phillips  
Print name: Clare B. Phillips

Katherine A. Christy  
Print name: Katherine A. Christy

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of September, 1998, by C. THOMAS SELBY as Vice President of EPI RESORT LAND, INC., a Florida corporation, as General Partner of EPOCH-FLORIDA CAPITAL RESORT LAND PARTNERS, LTD., a Florida limited partnership. Said person is personally known to me.

NOTARY PUBLIC  
STATE OF FLORIDA  
CLARE B. PHILLIPS  
COMMISSION # CC 659673  
EXPIRES AUG 23, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

c:\wp51\poincian\amend.clp

Clare B. Phillips  
Print Name: Clare B. Phillips  
My Commission Expires: 8-23-01