



THE UNITED STATES
CORPORATION
COMPANY

A97000002944

ACCOUNT NO. : 072100000032

REFERENCE : 024189 8649A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 6, 1998

ORDER TIME : 11:51 AM

ORDER NO. : 024189-005

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-11/06/98--01063--001
*****52.50 *****52.50

CUSTOMER NO: 8649A

CUSTOMER: Steven Labret, Esq
Steven Michael Labret, P.a.
226 Hillcrest Street

Orlando, FL 32801-1243

RECEIVED

98 NOV -6 PM12:14

DIVISION OF CORPORATION

DOMESTIC AMENDMENT FILING

NAME: 201 GAINESVILLE LIMITED
PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 18 PM 2:01

B/K
11/18/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 9, 1998

ANGIE GLISAR
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: 201 GAINESVILLE LIMITED PARTNERSHIP
Ref. Number: A97000002944

RESUBMIT

Please give original
submission date as file date.

We have received your document for 201 GAINESVILLE LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Item 8 on the original certificate listed the NAME and ADDRESS of the GENERAL PARTNER. If you want to Amend, Item 8, you should list the NAME and ADDRESS of the NEW GENERAL PARTNER.

If you also wish to change the PRINCIPAL ADDRESS and/or the MAILING ADDRESS of the partnership itself, you may do so on the same AMENDMENT, but you should refer to this as a separate thing.

Please note that we currently list an address in Northbrook, Illinois, as being the PRINCIPAL ADDRESS and the MAILING ADDRESS of the partnership.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 098A00054344

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98 NOV 18 PM 4:16

DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
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98 NOV 18 PM 2:01

FILED STATE
DIVISION OF CORPORATIONS
98 NOV 18 PM 2:01

AMENDMENT TO
AGREEMENT OF LIMITED PARTNERSHIP
OF
201 GAINESVILLE LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP

THIS AMENDMENT TO AGREEMENT OF LIMITED PARTNERSHIP is executed this 3rd day of October, 1998, by William G. McKee, as president of MGPH Management Group, Inc., a Florida corporation, the sole General Partner of 201 Gainesville Limited Partnership, a Florida limited partnership (the "Partnership"), and as attorney-in-fact for the Limited Partners do hereby amend the Limited Partnership Agreement, dated December 31, 1997, and attached hereto as follows:

1. Paragraph 8. is deleted in its entirety and replaced as follows:

8. The name of the new General Partner: MGPH Management, Inc., 201 West University Avenue, Gainesville, Florida 32607.

(This address is also the new MAILING ADDRESS and PRINCIPAL OFFICE ADDRESS for the limited partnership.)

IN WITNESS WHEREOF, the undersigned has executed this Amendment the day and year first above written.

Signed, sealed and delivered
in the presence of:

Mary Lou Dick

(Name of Witness)

Mary Lou Dick

(Name of Witness) (As to 1-2)

GENERAL PARTNER:
MGPH MANAGEMENT GROUP, INC.

1. By: William McKee
William McKee, as president

LIMITED PARTNER(S):
MGPH MANAGEMENT GROUP, INC.

2. By: William McKee
William McKee, as president
and attorney-in-fact

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of October, 1998, by William McKee, as president of MGPH Management Group, Inc., and as attorney-in-fact of the Limited Partners, who is (or are) personally known to me or has produced Police as identification and who did (did not) take an oath.

Mary Lou Dick
NOTARY PUBLIC

My Commission Expires: 1-23-99

Agreement\McKee.201\AgreeL.im.Par
10/30/98

NOTARIAL SEAL
MARY LOU DICK, Notary Public
Middletown Township, Delaware County
My Commission Expires January 23, 1999