

A98000000837

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September 23, 1998

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-09/24/98-01043-020
***1802.50 ***1802.50

VIA UPS
(Overnight)

Re: Certificate of Amendment to Certificate of Limited Partnership of
Coconut Grove Associates Limited and Supplemental Affidavit of
Capital Contributions for a Florida Limited Partnership

Ladies and Gentlemen:

Enclosed for filing is a Certificate of Amendment to Certificate of Limited Partnership of Coconut Grove Associates Limited and a Supplemental Affidavit of Capital Contributions for a Florida Limited Partnership. Also enclosed is my law firm's check in the amount of \$1,802.50 representing the \$1,750.00 filing fee for the Affidavit and the \$52.50 filing fee for the Certificate of Amendment.

Michael A. Altes is both the contact person and the person to whom the acknowledgement should be addressed. His phone number is 904-389-9883 and his mailing address is 4465 Woodmere Street, Jacksonville, FL 32210.

If you have any questions, do not hesitate to contact me.

Very truly yours


Michael A. Altes

A98-837

MAA/jka
Enclosure

Name	MAA
Availability	MAA
Document Examiner	MAA
Updater	MAA
Verifier	MAA
Acknowledgement	MAA
W. P. Verifier	MAA

FILED
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DIVISION OF CORPORATIONS
98 SEP 24 PM 3:26

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
COCONUT GROVE ASSOCIATES LIMITED**

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 April 1, 1998 under document number A98000000837, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendments:

a) Article 4 is amended to read:

4. The name and business address of the general partners are: The Clarkson Company, 3100 University Boulevard South, Suite 200, Jacksonville, Florida 32216 and Brown Banyon, Inc., 225 East Redwood Street, Baltimore, Maryland 21202.

569900

F98-5164

SECOND: This Certificate shall be effective at the time of its filing with the Florida Department of State. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners accompanies this Certificate and is attached hereto.

THIRD: Signatures.

GENERAL PARTNERS:

THE CLARKSON COMPANY,
a Florida corporation

By: _____

Robert W. Clarkson, President

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STATE OF FLORIDA
COUNTY OF DUVAL

Sworn to and subscribed before me
this 22nd day of September, 1998.

[Signature]
Notary Public, State of Florida at Large

Michael A. Altes

Name Typed or Printed
My commission expires:



[Notarial Seal]

BROWN BANYON, INC.,
a Maryland corporation

By: [Signature]
Thomas R. Burton, Vice President

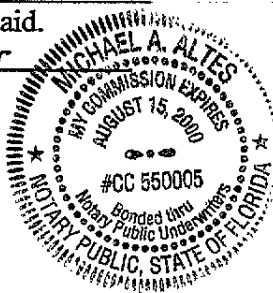
STATE OF Florida
COUNTY OF Orange

Sworn to and subscribed before me
this 22nd day of September, 1998.

[Signature]
Notary Public, State and County aforesaid.

Michael A. Altes

Name Typed or Printed
My commission expires:



[Notarial Seal]

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**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FLORIDA
LIMITED PARTNERSHIP**

STATE OF FLORIDA
COUNTY OF DUVAL

The undersigned, having been duly sworn, hereby deposes and says that:

1. Robert W. Clarkson is the President of The Clarkson Company, a Florida corporation and a general partner of Coconut Grove Associates Limited, a Florida limited partnership and makes this supplemental affidavit on behalf of said general partner and said partnership pursuant to section 620.112, Florida Statutes. Thomas R. Burton is the Vice President of Brown Banyon, Inc., a Maryland corporation and a general partner of Coconut Grove Associates Limited, a Florida limited partnership and makes this affidavit on behalf of said general partner and said partnership pursuant to section 620.112, Florida Statutes.

2. The total amount of the capital contributions of the limited partners on the date of this affidavit is hereby declared to be: \$4,198,000.00.

3. Executed this 22nd day of September, 1998.

FURTHER THE AFFIANT SAITH NOT.

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

THE CLARKSON COMPANY,
a Florida corporation

By: _____

Robert W. Clarkson, President

Sworn to and subscribed before me this 22nd
day of September, 1998.

Notary Public, State of Florida at Large


Name Typed or Printed

My commission expires:

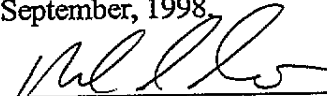


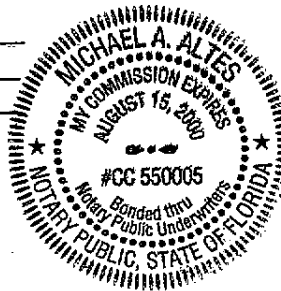
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BROWN BANYON, INC.,
a Maryland corporation

By: 
Thomas R. Burton, Vice President

Sworn to and subscribed before me this 22nd
day of September, 1998


Notary Public, State of Florida
Michael A. Altes
Name Typed or Printed
My commission expires:



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