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C. LEWIS

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EXAMINER

SHELL, FLEMING, DAVIS & MENGE

CHARLES L. HOFFMAN, JR.

TELEPHONE • (850) 434-2411 ext. 103
FACSIMILE • (850) 435-1074
E-Mail. • choffman@shellfleming.com

OF COUNSEL: THURSTON A. SHELL FLETCHER FLEMING

ROLLIN D. DAVIS, JR. (1932-2002) M.J. MENGE (1936-2007)

226 PALAFOX PLACE NINTH FLOOR, SEVILLE TOWER PENSACOLA, FLORIDA 32502

MAIL TO: POST OFFICE BOX 1831 PENSACOLA, FLORIDA 32591-1831

April 14, 2009

VIA FEDERAL EXPRESS

BRADEN K. BALL, JR.

MAUREEN DUIGNAN

LLM in Taxation

DANNY L. KEPNER

JAMES A. SHEA, JR.

THOMAS J. GILLIAM, JR

LL.M in Taxation Also Licensed In Alabama

PATRICK J. HAMMERGREN

CHARLES L. HOFFMAN, JR.

Board Cermied Civil Instituty; LOUIS A. (TRIP) MAYGARDEN, III JULL K. SATTERWHITE

Also Licensed in Alabama and Georgia STEPHEN B. SHELL

Board Certified Real Estate Lawyer

Board Certified Cromial Trial Lawyer Also Licensed In New York

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: RUSHING PLAZA BUILDING, LTD. DOCUMENT NUMBER: A98000001718

Dear Ladies and Gentlemen:

The enclosed Amendment to Partnership Statement and \$52.50 check made payable to Florida Department of State for filing fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles L. Hoffman, Jr. Shell, Fleming, Davis & Menge, PA Post Office Box 1831 Pensacola, FL 32591-1831

For further information concerning this matter, please call: Charles L. Hoffman, Jr. at (850) 434-2411.

Sincerely,

Shell, Fleming, Davis & Menge

Blu Mr

Charles L. Hoffman, Jr.

CLH/all Enclosures

File No. H4778.00000

AMENDMENT TO PARTNERSHIP CERTIFICATE

Pursuant to section 620.1202, Florida Statutes, this partnership submits the following to amend its certificate:

FIRST: The name of the partnership is: Rushing Plaza Building, Ltd.

SECOND: The partnership was registered with the Florida Department of State on July 17, 1998 and assigned registration number A98000001718.

THIRD: Amendment(s):

Paragraph 4 of the Certificate of Limited Partnership of Rushing Plaza Building, Ltd. is deleted in its entirety and the following substituted in its place:

The name and business address of the General Partners are as follows:

Julia O. Rushing, as Personal Representative of the Estate of Lloyd G. Rushing 326 Gibbs

Pensacola, FL 32507

R3 Management, LLC (Documents Number L08000112174

119 West Sunset Avenue

Pensacola, FL 32507

The execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this \ \ day of April, 2009.

Signatures of former general partner:

Typed name of person signing above:

Lloyd G. Rushing, deceased, by Julia O. Rushing, as Personal Representative of the Estate of Lloyd G.

Rushing

Signatures of former general partner:

Typed name of person signing above:

Signatures of current general partner:

Typed name of person signing above:

Julia O. Rushing, as Personal Representative of the

Estate of Lloyd G. Rushing

Signatures of current general partner:

R3 Management LLC

Typed name of person signing above:

Edward Rushing, its Managing Member

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 14 day of April, 2009, by Julia O. Rushing, as Personal Representative of the Estate of Lloyd G. Rushing, Julia O. Rushing, individually and Edward Rushing, as Managing Member of R3 Management, LLC on behalf of said company, who are personally known to me.

LYNN B. CHIDESTER
MY COMMISSION # DD418839
EXPIRES: July 05, 2009
EXPIRES: July 05, 2009
FI. Notary Discount Assoc. Co.

NOTARY PUBLIC - STATE OF FLORIDA Print Name: Lynn B. Chidester

> FILEU 200 APR 15 PM 3: 11 SECRETARY OF STATE