

A99000001316



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 370823 81528A

AUTHORIZATION :

Patricia Pigot

COST LIMIT : \$43.75

ORDER DATE : September 10, 1999

105

ORDER TIME : 12:57 PM

ORDER NO. : 370823-005

100002984191--2

CUSTOMER NO: 81528A

CUSTOMER: Ms. Donna Madsen
Kenneth F. Oswald, Esq
Suite 110
600 Courtland Street
Orlando, FL 32804

DOMESTIC AMENDMENT FILING

NAME: ALLTEL REALTY PARTNERS, LTD.

EFFECTIVE DATE:

DK 9/10/99

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: Tamara Odom

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 4:44

RECEIVED
TALLAHASSEE, FLORIDA

**FIRST AMENDED CERTIFICATE
OF LIMITED PARTNERSHIP AGREEMENT OF
ALLTEL REALTY PARTNERS, LTD.**

FILED IN STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 1:14

The undersigned, desiring to amend the Affidavit and Certificate Of Limited Partnership Agreement of **ALLTEL REALTY PARTNERS, LTD.**, does hereby certify and swear to the following which shall be and hereby become the First Amendment to the Affidavit and Certificate of Limited Partnership Agreement of **ALLTEL REALTY PARTNERS, LTD.**

I.

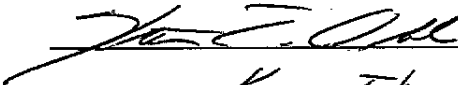
The General Partner hereby agrees that the name of the Limited Partnership is changed from **ALLTEL REALTY PARTNERS, LTD.** to **FOLSOM PARTNERS, LTD.**


II.

Except as modified herein, the Certificate of Limited Partnership of **ALLTEL REALTY PARTNERS, LTD.**, as hereinabove amended, is hereby affirmed as the full agreement of the parties hereto.

IN WITNESS WHEREOF, the undersigned has sworn to and executed this First Amended Affidavit and Certificate of Limited Partnership Agreement this 9th day of September, 1999.

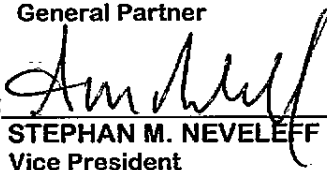
Signed, sealed and delivered
in the presence of:


PRINTED NAME: Kenneth F. Oswald


PRINTED NAME: DONNA MADSEN

ALLTEL REALTY PARTNERS, LTD.
a Florida limited partnership


BY: **FOLSOM INVESTMENTS, INC.**
a Florida corporation
General Partner

BY: 
STEPHAN M. NEVELEFF
Vice President

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 9th day of September, 1999, by **STEPHAN M. NEVELEFF**, Vice President of **FOLSOM INVESTMENTS, INC.**, a Florida corporation, as General Partner of **ALLTEL REALTY PARTNERS, LTD.**, a Florida limited partnership, who is personally known to me or has produced _____ as identification, and who did/did not take an oath.

DONNA MADSEN
Notary Public, State of Florida
My comm. exp. Nov. 8, 2002
Comm. No. CC789114 (Print, type or stamp commissioned name of Notary Public)


NOTARY PUBLIC