



THE UNITED STATES
CORPORATION
COMPANY

A990000001351

ACCOUNT NO. : 072100000032

REFERENCE : 900071 81040A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
00 NOV 15 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 15, 2000

ORDER TIME : 2:08 PM

ORDER NO. : 900071-010

CUSTOMER NO: 81040A

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-11/16/00--01032--032
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CUSTOMER: Charles L. Hoffman, Jr., Esq
Shell Fleming Davis & Menge
Ninth Floor, Seville Tower
226 Palafox Place
Pensacola, FL 32501

DOMESTIC AMENDMENT FILING

NAME: HBR DEVELOPMENT II, LIMTIED

EFFECTIVE DATE:

XX SUPPLEMENTAL AFFIDAVIT
 RESTATED ARTICLES OF INCORPORATION

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PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
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 CERTIFICATE OF GOOD STANDING

Mc 11/15

CONTACT PERSON: Kelly Courtney --- EXT# 1116

EXAMINER'S INITIALS: _____

LP- 52.50

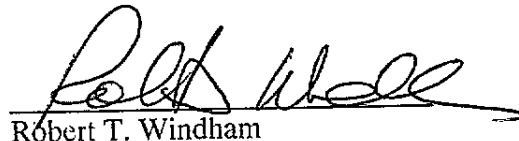
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SUPPLEMENTAL AFFIDAVIT

STATE OF FLORIDA
COUNTY OF ESCAMBIA

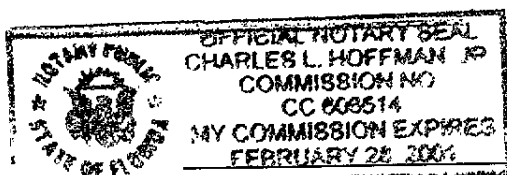
Before me, the undersigned authority, personally appeared Robert T. Windham who, after being duly sworn and cautioned, says:

1. I am the President of O.W.O. Investments, Inc., a Florida corporation, that is the sole general partner of HBR Development II, Limited, a Florida limited partnership (the "Partnership"), and I am authorized to execute this affidavit on behalf of the Partnership.
2. The amount of the actual and anticipated capital contributions of the limited partners to the Partnership is \$5,000.
3. This affidavit is made in compliance with Section 620.112 of the Florida Statutes.



Robert T. Windham

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Supplemental Affidavit was sworn to and subscribed before me by Robert T. Windham, President of O.W.O. Investments, Inc., the sole general partner of HBR Development II, Limited, who is personally known to me on this 14th day of November, 2000.



Notary Stamp


NOTARY PUBLIC
Printed Name: Charles L. Hoffman J-
Commission Expiration Date: 2/28/01