

WHITMAN INVESTMENT COMPANY, INC.

P. O. BOX 725589

ATLANTA, GA 31139

(404) 841-0605 - FAX: (404) 841-9275

B96000000374

Memo to: Florida Department of State
Division of Corporations

From: Howe D. Whitman

Date: November 10, 1997

Re: **Columbus Hotel Associates LP**

100002344201--4
-11/12/97--01023--003
*****52.50 *****52.50

Enclosed herewith please find a completed and executed CERTIFICATE OF AMENDMENT TO APPLICATION FOR REGISTRATION OF COLUMBUS HOTEL ASSOCIATES, L.P. I have also enclosed a copy of the actual Amendment to the Restatement of the Certificate of Limited Partnership of Columbus Hotel Associates LP filed with the Secretary of State of Georgia.

Also enclosed herewith please find our check in the amount of \$52.50 as the filing fee for this Certificate.

The contact person for this entity is: Howe D. Whitman

Telephone Number: 404/841-0605
Fax Number: 404/841-9275
Mailing Address: P. O. Box 725589
Atlanta, GA 31139

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

COLUMBUS HOTEL ASSOCIATES, L.P.

(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

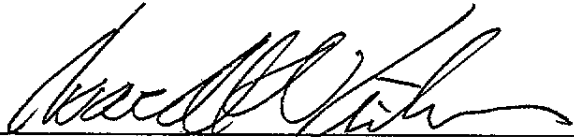
The registration application is amended as follows:

The General Partner is changed

From: Columbus Hotel Investment Co.

To: Whitman Investment Co., Inc.

F960000004948



(Signature of a General Partner)

Whitman Investment Co., Inc.

(Typed or printed name of General Partner signing above)

By: Howe D. Whitman, President

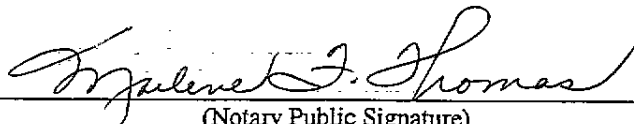
STATE OF GEORGIA

COUNTY OF FULTON

On this 1st day of November, 19 97, Howe D. Whitman personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____



(Notary Public Signature)

Marlene F. Thomas

(Notary's Printed Name)

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TALLAHASSEE, FLORIDA

Seal

My Commission Expires:

Notary Public, Cobb County, Georgia
My Commission Expires July 7, 2001

**AMENDMENT TO THE RESTATEMENT OF THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF COLUMBUS HOTEL ASSOCIATES LP**

STATE OF GEORGIA

COUNTY OF COBB

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to amend the Restatement of the Certificate of Limited Partnership of Columbus Hotel Associates LP (the "Partnership"), under the Georgia Revised Uniform Limited Partnership Act ("GRUPLA"), as adopted by the State of Georgia, O.C.G.A. § 14-9-100 et seq., do hereby execute this Amendment to the Restatement of the Certificate of Limited Partnership.

I. Name. The name of the Limited Partnership is Columbus Hotel Associates LP.

II. Date and Place of Formation. The Partnership was formed by the filing and recording of a Certificate of Limited Partnership on May 16, 1986 at Limited Partnership Book 129, Page 283 of the Cobb County, Georgia records. The Certificate of Limited Partnership was restated by filing and recording a Restated Certificate of Limited Partnership of Columbus Hotel Associates LP on May 30, 1986 at Limited Partnership Book 132, Pages 21-24. The Partnership was further restated by a Restatement of the Certificate of Limited Partnership dated January 1, 1990.

III. Amendment the Restatement of the Certificate of Limited Partnership. The Restatement of the Certificate of Limited Partnership is amended as follows:

Paragraph V., Identity of General Partner(s) is deleted in its entirety and replaced with the following paragraph:

V. IDENTITY OF GENERAL PARTNER. The name and business address of the General Partner is:

Whitman Investment Co., Inc.
P. O. Box 725589
Atlanta, Georgia 31139

IN WITNESS WHEREOF, the undersigned have sworn to and executed this Amendment, under seal, as of the 31st day of October, 1997.

ORIGINAL GENERAL PARTNER

COLUMBUS HOTEL INVESTMENT
CORPORATION



By: Howe D. Whitman, President

SUBSTITUTE GENERAL PARTNER

WHITMAN INVESTMENT CO., INC.



By: Howe D. Whitman, President

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TALLAHASSEE, FLORIDA