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This instrument prepared  
by and upon recording  
should be returned to:

✓ Stephen R. Monk, Esq.  
1200 Corporate Drive  
Meadow Brook Corporate Park  
Birmingham, AL 35242

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FIRST AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
DANIEL LINKS LIMITED PARTNERSHIP

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THIS FIRST AMENDMENT TO CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP AGREEMENT is made and entered into as of the 1st day of October, 1991 by and between DANIEL REALTY INVESTMENT CORPORATION - OAK MOUNTAIN, an Alabama corporation (the "General Partner"), DANIEL REALTY CORPORATION, an Alabama corporation (the "Withdrawing Limited Partner"), and DANIEL U.S. PROPERTIES LIMITED PARTNERSHIP, a Virginia corporation (the "Substitute Limited Partner").

R E C I T A L S:

Daniel Links Limited Partnership (the "Partnership") was formed as an Alabama limited partnership pursuant to Certificate and Agreement of Limited Partnership dated as of October 20, 1989 and recorded in Book 040, Page 154 in the Probate Office of Shelby County, Alabama.

The Withdrawing Limited Partner has transferred and assigned to the Substitute Limited Partner all of its rights, title and interest as a limited partner in the Partnership.

In order to satisfy the requirements of Section 10-9A-21 of the Code of Alabama (1975), as amended, the undersigned do hereby certify as follows:

1. Name. The name of the Partnership is Daniel Links Limited Partnership (the "Partnership").

2. Date of Filing of Original Certificate of Limited Partnership. The original Certificate and Agreement of Limited Partnership of Daniel Links Limited Partnership dated October 20, 1989 (the "Partnership Certificate") was recorded on October 20, 1989 in Book 040, Page 154 in the Probate Office of Shelby County, Alabama.

3. Admission of Substitute Limited Partner. Daniel U.S. Properties Limited Partnership, a Virginia limited partnership, is hereby admitted as an additional limited partner to the Partnership and Daniel Realty Corporation, an Alabama corporation, hereby withdraws as a limited partner of the Partnership. From and after the date hereof, all references in the Partnership Certificate to "Limited Partner" shall be deemed references to Daniel U.S. Properties Limited Partnership, a Virginia limited partnership.

4. Partners. Paragraph 4 of the Partnership Certificate is hereby amended by deleting all references therein to Daniel Realty Corporation as a limited partner of the Partnership and by substituting in lieu thereof the following as and for the capital contributed by and the address of Daniel U.S. Properties Limited Partnership:

Limited Partner:

<u>Name</u>	<u>Address</u>	<u>Capital Contribution</u>
Daniel U.S. Properties Limited Partnership, a Virginia limited partnership	Meadow Brook Corporate Park 1200 Corporate Drive Birmingham, Alabama 35242	\$9,900

5. Full Force and Effect. Except as expressly modified and amended herein, all of the terms and provisions of the Partnership Certificate shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have subscribed and sworn to this First Amendment to Certificate and Agreement of Limited Partnership as of the day and year first above written.

**GENERAL PARTNER:**

**DANIEL REALTY INVESTMENT CORPORATION - OAK MOUNTAIN,**  
an Alabama corporation

By: 

Stephen R. Monk  
Senior Vice President

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**SUBSTITUTE LIMITED PARTNER:**

**DANIEL U.S. PROPERTIES  
LIMITED PARTNERSHIP,**  
a Virginia limited partnership

By: DANIEL REALTY INVESTMENT  
CORPORATION, a Virginia  
corporation, Its  
General Partner

By:   
Stephen R. Monk  
Senior Vice President

**WITHDRAWING LIMITED PARTNER:**

**DANIEL REALTY CORPORATION,**  
an Alabama corporation

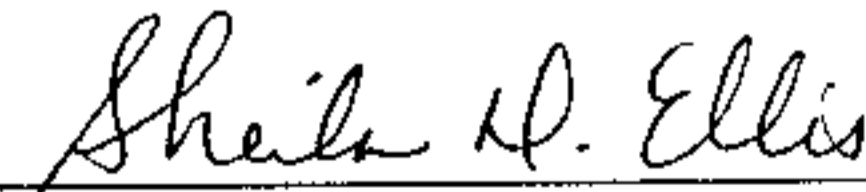
By:   
Stephen R. Monk  
Senior Vice President

STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Stephen R. Monk whose name as Senior Vice President of DANIEL REALTY INVESTMENT CORPORATION - OAK MOUNTAIN, an Alabama corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily on the day the same bears date for and as the act of such corporation.

Given under my hand and official seal, this the 1st  
day of October, 1991.

  
Notary Public  
My Commission Expires: 2/26/94

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STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Stephen R. Monk whose name as Senior Vice President of DANIEL REALTY INVESTMENT CORPORATION, a Virginia corporation, as General Partner of Daniel U.S. Properties Limited Partnership, a Virginia limited partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily on the day the same bears date for and as the act of such corporation in its capacity as General Partner as aforesaid.

Given under my hand and official seal, this the 1st day of October, 1991.

*Sheikh H. Ellis*

Notary Public  
My Commission Expires: 2/26/94

STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Stephen R. Monk whose name as Senior Vice President of DANIEL REALTY CORPORATION, an Alabama corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily on the day the same bears date for and as the act of such corporation.

Given under my hand and official seal, this the 1st day of October, 1991.

*Sheikh H. Ellis*

Notary Public  
My Commission Expires: 2/26/94

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STATE OF ALABAMA  
I CERTIFY THIS  
INSTRUMENT WAS FILED

92 FEB -1, AM 11:35

JUDGE OF PROBATE

1. Deed Tax	\$	
2. Mig. T.x	\$	
3. Recording Fee	\$	10.00
4. Indexing Fee	\$	3.00
5. No Tax Fee	\$	
6. Certified Fee	\$	1.00
-4- Total	\$	14.00