


This Instrument Prepared By:

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A Professional Corporation  
420 North 20th Street, Suite 1600  
Birmingham, Alabama 35203

  
20041230000709310 Pg 1/2 14.00  
Shelby Cnty Judge of Probate:AL  
12/30/2004 15:19:00 FILED/CERTIFIED

AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CHELSEA FARM PARTNERSHIP, LTD.

TO THE JUDGE OF PROBATE  
OF SHELBY COUNTY, ALABAMA

Pursuant to the provisions of CODE OF ALABAMA §10-9B-209, Chelsea Farm Partnership, Ltd., an Alabama limited partnership, (the "Partnership") adopts the following Amended and Restated Certificate of Limited Partnership effective as of January 1, 2005:

FIRST: The name of the Partnership is Chelsea Farm Partnership, Ltd.

SECOND: The original Certificate of Limited Partnership of the Partnership was filed on August 5, 1993 in the office of the Judge of Probate of Shelby County, Alabama as instrument 1993-23134.

THIRD: The text of the Amended and Restated Certificate of Limited Partnership is as follows:

1. NAME. The name of the Partnership is Chelsea Farm Partnership, Ltd.
2. REGISTERED OFFICE AND AGENT. The street address of the office and the name and street address of the agent for service of process required to be maintained by the Partnership are:

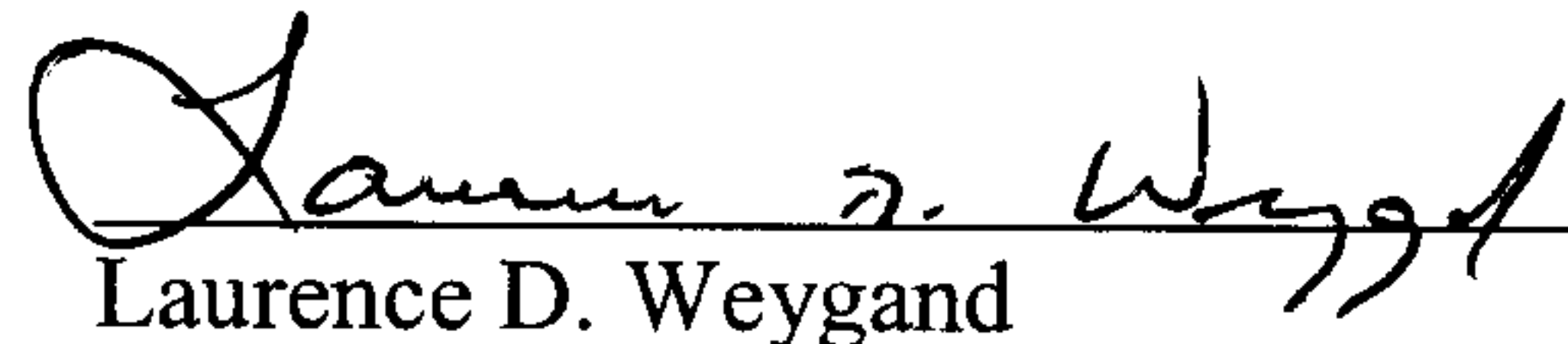
Laurence D. Weygand  
169 Oxmoor Road  
Homewood, Alabama 35209

3. NAME AND ADDRESS OF GENERAL PARTNER. The name and mailing address of the sole general partner of the Partnership are:

Laurence D. Weygand  
169 Oxmoor Road  
Homewood, Alabama 35209

4. TERM. The term of the Partnership commenced upon the filing of the original Certificate of Limited Partnership on August 5, 1993 with the Office of the Judge of Probate of Shelby County, Alabama, and shall continue until December 31, 2043, unless dissolved prior to such date pursuant to the Amended and Restated Partnership Agreement dated as of January 1, 2005.

IN WITNESS WHEREOF, the undersigned sole General Partner of the Partnership, has duly executed this Amended and Restated Certificate of Limited Partnership on this 30<sup>th</sup> day of December, 2004.

  
\_\_\_\_\_  
Laurence D. Weygand  
General Partner