

902289 L-111 INVENTORY PARTS, L-111 12/07/90

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

5

FORM NUMBER : 7A
CONTROL NUMBER : 9022289
DATE FILED OR EFFECTIVE: 12/07/90
EXAMINER : JACKIE SLATE
TELEPHONE : 404-656-2811

MAILED TO:

W. HARRISON MERRILL
94 MARIETTA STATION WALK
MARIETTA GA 30060

CERTIFICATE OF LIMITED PARTNERSHIP FILING

I, MAX CLELAND, SECRETARY OF STATE OF THE STATE OF GEORGIA DO
HEREBY CERTIFY, UNDER THE SEAL OF MY OFFICE, THAT

"L-MAR INVESTMENT PARTNERS, L.P."
A FILING UNDER PRIOR GEORGIA LIMITED PARTNERSHIP ACT(S)

HAS FILED WITH THE SECRETARY OF STATE, AS OF THE FILING/EFFECTIVE
DATE SET FORTH ABOVE, A CERTIFICATE OF LIMITED PARTNERSHIP OR AN
AMENDMENT TO ITS CERTIFICATE OF LIMITED PARTNERSHIP TO INCORPORATE
THE PROVISIONS OF THE REVISED UNIFORM LIMITED PARTNERSHIP ACT OF
1985 AS PROVIDED BY THE LAWS OF THE STATE OF GEORGIA, AND THE FEES
THEREFORE HAVE BEEN PAID, AS PROVIDED BY LAW, AND THAT ATTACHED
HERETO IS A TRUE COPY OF SAID CERTIFICATE OR AMENDMENT.

WITNESS, BY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA
AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE CERTIFICATE: 12/11/90



Max Cleland

MAX CLELAND
SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

90 066

070 0000

Secretary of State
Business Services and Regulation

Suite 315, West Tower

2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

FORM NUMBER : NR
CERTIFICATE DATE : 12/04/90
DOCKET NUMBER : 90337274
EXAMINER : STACY GILLEY
TELEPHONE : 404-656-3173

REQUESTED BY:

HARRISON MERRILL
94 MARIETTA STATION WALK
MARIETTA GA 30060

NAME RESERVATION CERTIFICATE

THE RECORDS OF THE SECRETARY OF STATE HAVE BEEN REVIEWED AND THE FOLLOWING NAME IS NOT IDENTICAL TO, AND APPEARS TO BE DISTINGUISHABLE FROM, THE NAME OF ANY OTHER EXISTING CORPORATION, PROFESSIONAL ASSOCIATION, OR LIMITED PARTNERSHIP ON FILE PURSUANT TO THE APPLICABLE PROVISIONS OF GEORGIA LAW. (TITLE 14 OF THE OFFICIAL CODE OF GEORGIA ANNOTATED).

"L-MAR INVESTMENT PARTNERS, L.P."

THIS CERTIFICATE SHALL BE VALID FOR A NONRENEWABLE PERIOD OF NINETY (90) DAYS FOR PROFIT AND NONPROFIT CORPORATIONS, PROFESSIONAL ASSOCIATIONS (DP, FP, DN, FN, & PA), OR LIMITED PARTNERSHIPS (7D OR 7F), FROM THE DATE OF THIS CERTIFICATE. PLEASE SUBMIT THE ORIGINAL CERTIFICATE (WHITE COPY) WITH THE ARTICLES OF INCORPORATION, CERTIFICATE OF LIMITED PARTNERSHIP, APPLICATION FOR PROFESSIONAL ASSOCIATION OR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

NAME RESERVATIONS ARE NOT RENEWABLE AFTER EXPIRATION OF THE STATUTORY RESERVATION PERIOD SET OUT ABOVE.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

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656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

90 066

070 0001

SEDL SYSDATE 12/10/90

*** DOCKET ***

DOCKET# 00344170

L-NAK INVESTMENT PARTNERS, L.P.
INV/Rec Amount : \$ 90.00

TYPE DISP
7/A 04
Chck-brans I/R R

BILL-TO INFORMATION :

Name: L-NAK INV. PARTNERS
Address: 4030 ROSTER L POWDER SPRINGS RD.
City: AUSTELL State: GA ZIP: 30001

COMMENT:

STANDARD: BULKER (C)GILMORE (B)TYP (I)INVOLCE/(A)CPLST Processor
REMARKS: MAILD NOT LNK/ ADDITIONAL COMMENTS ON I/R (T/N) N

90 766

010 0002

AM0026

STATE OF GEORGIA

COBB COUNTY

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
L-MARR INVESTMENT PARTNERS, LTD.

1. The name of the partnership is L-Mar Investment Partners, L.P.
2. The mailing address of the Partnership and the address of the registered office of the Partnership is 94 Marietta Station Walk, Marietta, Georgia 30060. The name of the initial agent for service of process of the Partnership is W. Harrison Merrill, whose address is 94 Marietta Station Walk, Marietta, Georgia 30060.
3. The Partnership was formed on October 5, 1973, and filed its Certificate of Limited Partnership in Book 40, Pages 244, et. seq., of the limited partnership records of the Superior Court of Fulton County.
4. The General Partners of the Partnership are:
 - Vanguard Properties, Inc.
94 Marietta Station Walk
Marietta, Georgia 30060
 - Excalibur Management Corporation
94 Marietta Station Walk
Marietta, Georgia 30060
5. The latest date upon which the Partnership is to dissolve is December 31, 1999.
6. The Partnership hereby elects to be governed by the Georgia Revised Uniform Limited Partnership Act.

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 7th day of December, 1990.

L-MARR INVESTMENT PARTNERS, LTD.

BY: Vanguard Properties, Inc.,
General Partner

BY: *W. Harrison Merrill*
W. Harrison Merrill, President

BY: Excalibur Management Corporation
General Partner

BY: *Hugh O. Nowell*
Hugh O. Nowell, President

(Corporate Seal)

(Corporate Seal)

DEC 11 1990

SECRETARY OF STATE

90 066

070 0003



**BUSINESS SERVICES AND REGULATION
CERTIFICATE OF LIMITED PARTNERSHIP DATA ENTRY FORM
FOR GEORGIA LIMITED PARTNERSHIP**

L100

MAX CLELAND
Secretary of State
State of Georgia

Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334
(404) 656-2817

J. F. GULLION
Director

I. Filing Date: <u>12-7</u>	Code: _____	Docket Number: _____
Assigned Exam: _____	Amount: \$ _____	By: _____
Control Number: <u>9022289</u>	Completed: <u>104</u>	<u>12-11</u>

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Partnership Name: L-Mar Investment Partners, L.P.
Mailing Address: 94 Marietta Station Walk
City: Marietta County: Cobb State: Georgia Zip Code: 30060
III. For Limited Partnerships formed prior to July 1, 1988, ONLY: Date Formed: 10/5/73 County: Fulton Book No. 40 Page No. 244
IV. Fees Submitted By: L-Mar Investment Partners
Amount of Check: \$ 60.00 Check Number: _____
V. List each general partner. Attach list if necessary: General Partner: Vanguard Properties, Inc.
Business Address: 94 Marietta Station Walk
City: Marietta State: Georgia Zip Code: 30060
General Partner: Excalibur Management Corporation
Business Address: 94 Marietta Station Walk
City: Marietta State: Georgia Zip Code: 30060
General Partner: _____
Business Address: _____
City: _____ State: _____ Zip Code: _____
VI. Latest Date Partnership Will Be Dissolved: December 31, 1999
VII. Registered Agent/Office: W. Harrison Merrill
Address: 94 Marietta Station Walk
City: Marietta County: Cobb State: Georgia Zip Code: 30060
VIII. Applicant/Attorney: W. Harrison Merrill Telephone: 404-428-0055
Address: 94 Marietta Station Walk
City: Marietta State: Georgia Zip Code: 30060

NOTICE: Attach the original and one conformed copy of the Certificate of Limited Partnership, Secretary of State filing fee, and name confirmation and file with the Secretary of State. This form does not replace the Certificate of Limited Partnership. The Certificate of Limited Partnership must be signed by ALL General Partners. I understand that the information on this form will be used in the Secretary of State Public Information data base.

Signed: By: W. Harrison Merrill Date: 12/7/90