

RETURN TO: HOUSE, BLANCO & OSBORN, P.A. BOX

STATE OF NORTH CAROLINA
COUNTY OF FORSYTH

234

FIRST AMENDMENT
TO
CERTIFICATE OF ASSUMED NAME

TOWERGATE ASSOCIATES, a partnership consisting of the undersigned Partners, and no others, and whose original Certificate of Assumed Name has been recorded in Deed Book 1526, Page 445, Forsyth County Registry of Deeds, does hereby amend said Certificate for purposes of adding additional Partners. The said Partners propose to engage in the real estate development business in Forsyth County, North Carolina, under the assumed name of Towergate Associates and the undersigned do hereby certify that the names and addresses of the Partners of the Partnership, as amended, are as follows:

S & A PARTNERSHIP
c/o Larry E. Alexander
230 Cedar Trails
Winston-Salem, NC 27104

Claude R. Horn, Jr.
190 N. Main Street
Mocksville, NC 27028

Stephen H. Homer
3111 Maplewood Avenue
Winston-Salem, NC 27103

William Elesha
Forsyth Medical Park - Suite 214
Winston-Salem, NC 27103

Michael H. Rubin
2560 Aaron Lane
Winston-Salem, NC 27106

Thomas J. Koontz
4250 Allistair Road
Winston-Salem, NC 27104

Richard R. Guidetti
800 Merry Acres Court
Winston-Salem, NC 27106

Paul J. Beerman
1910 Buena Vista Road
Winston-Salem, NC 27104

John E. Phillips
4012 Country Club Road
Winston-Salem, NC 27104

Brady Warner
3130 Skyway Drive
Santa Monica, CA 93455

Phillip McKinley
2800 Forest Drive
Winston-Salem, NC 27104

Alonzo D. Kornegay
766 Arbor Road
Winston-Salem, NC 27104

B & D Investments
c/o Paul H. Bailey
3841 Holyoke Place
Winston-Salem, NC 27406

James S. Gibbs
349 N. Pine Valley Road
Winston-Salem, NC 27104

Richard Adams
2240 Scalybark Road
Statesville, NC 28677

Elms L. Allen
513 Westover Avenue
Winston-Salem, NC 27104

FHS Associates
c/o John E. Faulk
201 Village Green Square
Winston-Salem, NC 27104

Gary W. Elliott
4660 Merriweather Road
Winston-Salem, NC 27107

Nancy Southard
4120 Dresden Road
Winston-Salem, NC 27104

All-South Management Company
957 Burke Street
Winston-Salem, NC 27101

Raymond Marshall
1050 Beecher Road
Winston-Salem, NC 27104

IN WITNESS WHEREOF, this Amended Certificate is executed this
28 day of February, 1986.

TOWERGATE ASSOCIATES, a Partnership

S & A PARTNERSHIP, Partner

By: Larry Alexander Partner

Claude R. Horn, Jr.
Claude R. Horn, Jr., Partner

Stephen H. Homer
Stephen H. Homer, Partner

William Elesha
William Elesha, Partner

Michael H. Rubin
Michael H. Rubin, Partner

Thomas J. Koonz
Thomas J. Koonz, Partner

Richard R. Guidetti
Richard R. Guidetti, Partner

Paul J. Beerman
Paul J. Beerman, Partner

John E. Phillips
John E. Phillips, Partner

Alonzo D. Kornegay
Alonzo D. Kornegay, Partner

B & D INVESTMENTS, Partner

By: ABaily Partner

James S. Gibbs
James S. Gibbs, Partner

Richard Adams
Richard Adams, Partner

Elms L. Allen
Elms L. Allen, Partner

FHS ASSOCIATES, Partner

By: John E. Faulk Partner

Gary W. Elliott
Gary W. Elliott, Partner

Nancy Southard
Nancy Southard, Partner

Phillip McKinley
Phillip McKinley, Partner

ALL-SOUTH MANAGEMENT COMPANY, Partner

ATTEST:

Walter Tashley

[Signature]
Asst. Secretary

By:

[Signature]

President

(CORPORATE SEAL)



Raymond Marshall
Raymond Marshall, Partner

Brady Warner
Brady Warner, Partner

STATE OF CALIFORNIA

COUNTY OF Santa Barbara

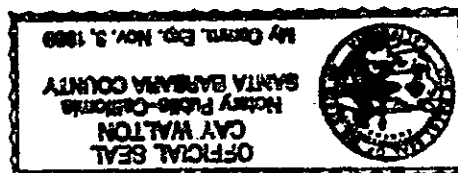
I, Cay S. Walton, a Notary Public, do hereby certify that BRADY WARNER, Partner of TOWERGATE ASSOCIATES, a partnership, personally appeared before me this 26 day of February, 1986, and that they signed the foregoing Amended Certificate on behalf of the said partnership in the respective capacity indicated.

Cay Walton
Notary Public

My commission expires:

11/3/89

NOTARIAL SEAL/STAMP:



D/547/bt

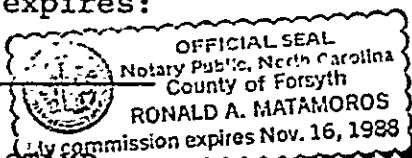
STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, Ronald A. Matamoros, a Notary Public, do hereby certify that Larry Alexander, Partner of S & A PARTNERSHIP, a Partner of TOWERGATE ASSOCIATES, a partnership, personally appeared before me this 26 day of February, 1986, and that he signed the foregoing Amended Certificate on behalf of the said partnership in the respective capacity indicated.

Ronald A. Matamoros
Notary Public

My commission expires:

NOTARIAL SEAL/STAMP: 

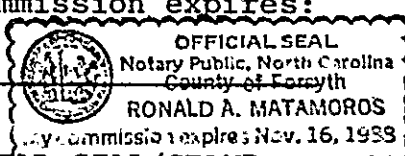
STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, Ronald A. Matamoros, a Notary Public, do hereby certify that CLAUDE R. HORN, JR., STEPHEN H. HOMER, WILLIAM ELESHA, MICHAEL H. RUBIN, THOMAS J. KOONTZ, RICHARD R. GUIDETTI, PAUL J. BEERMAN, JOHN E. PHILLIPS, ALONZO D. KORNEGAY, JAMES S. GIBBS, ELMS L. ALLEN, GARY W. ELLIOTT, RICHARD ADAMS, NANCY SOUTHARD, PHILLIP MCKINLEY and RAYMOND MARSHALL, Partners of TOWERGATE ASSOCIATES, a partnership, personally appeared before me this 26 day of February, 1986, and that they signed the foregoing Amended Certificate on behalf of the said partnership in the respective capacities indicated.

Ronald A. Matamoros
Notary Public

My commission expires:

NOTARIAL SEAL/STAMP: 

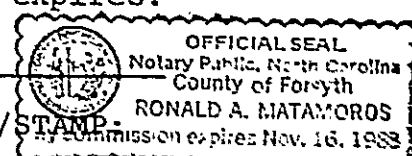
STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, Ronald A. Matamoros, a Notary Public, do hereby certify that Paul H. Bailey, Partner of B & D INVESTMENTS, a Partner of TOWERGATE ASSOCIATES, a partnership, personally appeared before me this 26 day of February, 1986, and that he signed the foregoing Amended Certificate on behalf of the said partnership in the respective capacity indicated.

Ronald A. Matamoros
Notary Public

My commission expires:

NOTARIAL SEAL/STAMP: 

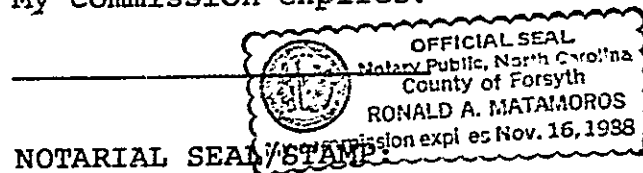
STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, Ronald A. Matamoros, a Notary Public, do hereby certify that John E. Faulk, Partner of FHS ASSOCIATES, a Partner of TOWERGATE ASSOCIATES, a partnership, personally appeared before me this 26 day of February, 1986, and that he signed the foregoing Amended Certificate on behalf of the said partnership in the respective capacity indicated.

Ronald A. Matamoros
Notary Public

My commission expires:



STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

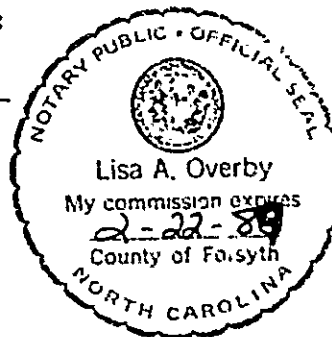
I, Lisa A. Overby, a Notary Public, do hereby certify that Mitch R. Hall and Ronald A. Matamoros ~~Notary Public~~ as President and Assistant Secretary, respectively, of ALL-SOUTH MANAGEMENT COMPANY, a Partner of TOWERGATE ASSOCIATES, a partnership, personally appeared before me this 28th day of February, 1986, and that they signed the foregoing Amended Certificate on behalf of the said corporation in the respective capacities indicated.

Lisa A. Overby
Notary Public

My commission expires:

2-22-89

NOTARIAL SEAL/STAMP:



PRESENTED FOR
REGISTRATION
AT 10:00 AM

FEB 28 4 05 PM '86

J. E. PRAS
REGISTER OF DEEDS
FORSYTH CO., N.C.
- 6 -

\$ 13.00
cc

BOOK 1530 P 0285