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This instrument prepared by:
Boult, Cummings, Conners & Berry
222 Third Avenue North
P. O. Box 198062
Nashville, TN 37219

FIRST AMENDMENT
TO CERTIFICATE OF LIMITED PARTNERSHIP
OF 236-FOURTH AVENUE, NORTH

BOOK 7166 PAGE 761

The First Amendment to the Certificate of Limited Partnership of 236-Fourth Avenue, North is made and entered into as of the 12th day of March, 1987, by and among John C. Neff and Willie K. Davis (collectively hereinafter known as the "General Partners"), J. Michael Tomlin ("Tomlin"), and Westview Partners, a Tennessee general partnership (the "Limited Partner").

W I T N E S S E T H:

WHEREAS, 236-Fourth Avenue, North is a Tennessee limited partnership evidenced by that certain Agreement of Limited Partnership dated January 1, 1982 (the "Partnership Agreement") and that certain Certificate of Limited Partnership dated January 6, 1982, of record in Book 5838, page 379, Register's Office for Davidson County, Tennessee (the "Certificate"); and

WHEREAS, Tomlin has assigned his general partnership interest to Willie K. Davis by that certain Assignment, Assumption and Substitution Agreement dated March 12, 1987, and, in accordance with said agreement, Willie K. Davis has been substituted and is now a general partner in the Partnership; and

WHEREAS, the parties to this Amendment desire to amend the Certificate to reflect Tomlin's assignment of his partnership interest and the substitution of Willie K. Davis as a general partner in the Partnership, as well as to reflect a change in the name of the Partnership.

NOW, THEREFORE, in consideration of the premises, the mutual covenants and conditions contained herein, the parties do hereby certify that the following shall be and is the First Amendment to the Certificate of Limited Partnership of 236-Fourth Avenue, North:

1. The original Certificate of Limited Partnership of 236-Fourth Avenue, North is amended as follows:

(a) Paragraph 1 is deleted in its entirety and in its place and stead the following is inserted:

1. The name of the Partnership is 333 Union Street, Ltd.

(b) Paragraph 4 of the Certificate is deleted in its entirety and in its place and stead the following is inserted:

4. The name and place of residence of each member of the Partnership is:

(a) General Partners:

John C. Neff
717 Westview Avenue
Nashville, TN 37205

Willie K. Davis
2109 Hampton Avenue
Nashville, TN 37215

(b) Limited Partner:

Westview Partners
c/o Douglas C. Neff
550 Newport Center Drive
Suite 815
Newport Beach, CA 92660

2. The term "General Partners" as used in the Certificate is hereby amended to mean the General Partners as provided in this Amendment.

3. All other terms and conditions of the Certificate are ratified and confirmed by the partners, and, except as herein expressly modified or amended, shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the General Partners and Tomlin, individually, and the Limited Partner, acting through its attorneys-in-fact pursuant to Paragraph 17 of the Partnership Agreement, have executed this First Amendment to Certificate of Limited Partnership of 236-Fourth Avenue, North on the date first above written.

GENERAL PARTNERS:

JOHN C. NEFF

WILLIE K. DAVIS

LIMITED PARTNER:

WESTVIEW PARTNERS

BY: _____
John C. Neff
Attorney-in-Fact

BY: _____
Willie K. Davis
Attorney-in-Fact

_____
J. MICHAEL TOMLIN

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Wayne W. Harris, a Notary Public in and for said County and State, the within named John C. Neff, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 12th day of March, 1987.

NOTARY PUBLIC

My Commission Expires: 11/12/90

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Wayne W. Harris, a Notary Public in and for said County and State, the within named Willie K. Davis, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 12th day of March, 1987.

NOTARY PUBLIC

My Commission Expires: 11/12/90

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 12th day of March, 1987, before me, Wayne W. Harris, a Notary Public in and for said County and State, personally appeared John C. Neff, to me known (or proved to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument in behalf of Westview Partners, and acknowledged that he executed the same as the free act and deed of the said Westview Partners.

WITNESS my hand and seal at Nashville, Tennessee, this 12th day of March, 1987.

NOTARY PUBLIC

My Commission Expires: 11/12/90

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 12th day of March, 1987, before me, Wayne W. Harris, a Notary Public in and for said County and State, personally appeared Willie K. Davis, to me known (or proved to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument in behalf of Westview Partners, and acknowledged that he executed the same as the free act and deed of the said Westview Partners.

WITNESS my hand and seal at Nashville, Tennessee, this 12th day of March, 1987.

Wayne W. Harris
NOTARY PUBLIC

My Commission Expires: 11/12/90

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Wayne W. Harris, a Notary Public in and for said County and State, the within named J. Michael Tomlin, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 12th day of March, 1987.

Wayne W. Harris
NOTARY PUBLIC

My Commission Expires: 11/12/90

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IDENTIFICATION REFERENCE

MAR 12 4 08 PM '87

TENNESSEE
DAVIDSON COUNTY