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Division of Corporations

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FLORIDA LIMITED PARTNERSHIP

GLYNN COUNTY PARTNERS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$87.50

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AMENDMENT TO
 CERTIFICATE OF LIMITED PARTNERSHIP OF
 GLYNN COUNTY PARTNERS, LTD.

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting all of the general partners of GLYNN COUNTY PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submits the following:

1. The current name of the Partnership is GLYNN COUNTY PARTNERS, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was April 18, 2000 (the "Certificate").
3. Paragraph 3 of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:

"3. The names and business addresses of the general partners of the Partnership are:

CED CAPITAL HOLDINGS 2000 B, L.L.C., a Florida limited liability company
 1551 Sandspur Road
 Maitland, Florida 32751 L00000003879

NDG GLYNN, LLC, a Georgia limited liability company
 5920 Roswell Road
 Suite B107-184
 Atlanta, Georgia 30328 M00000000754

NUROCK HOUSING FOUNDATION, INC., a Georgia non-profit corporation
 5920 Roswell Road
 Suite B107-184
 Atlanta, Georgia 30328 F99000002194

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

The undersigned have hereunto set their hands and seals this 20th day of April, 2000.

GENERAL PARTNERS:

CED CAPITAL HOLDINGS 2000 B, L.L.C., a Florida
 limited liability company

By: [Signature]
 Jay P. Brock, Manager

NDG GLYNN, LLC, a Georgia limited liability company

By: _____
 Robert G. Hoskins, Manager

NUROCK HOUSING FOUNDATION, INC., a
 Georgia non-profit corporation

By: _____
 Robert G. Hoskins, President

Attorney Name: Randal M. Alligood, P.A.
 Broad and Cassel - Attorneys at Law
 390 North Orange Avenue, Suite 1100
 Orlando, Florida 32801
 Telephone (407) 833-4200
 Florida Bar No. 459445

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By: _____
Jay P. Brock, Manager

NDG GLYNN, LLC, a Georgia limited liability company

By: GPR
Robert G. Hoskins, Manager

NUROCK HOUSING FOUNDATION, INC., a Georgia non-profit corporation

By: GPR
Robert G. Hoskins, President