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Attorneys at Law

**Andrew R. Reilly  
& Associates**

P.O. Box 2039 • Haines City, Florida 33845-2039 U.S.A.  
Telephone: (863) 422-5978 • FAX: (863) 421-2771  
FEDX/UPS: 95 South 10th Street, Haines City, Florida 33844 U.S.A.

Andrew R. Reilly  
Fred Reilly

January 23, 2004

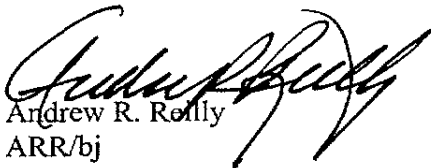
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314-6327

Re: Amendment and Restated Certificate of Limited Partnership Village at  
Lake Highland Limited Partnership

Dear Sir:

Enclosed for filing is an original Amended and Restated Certificate of Limited Partnership for  
**VILLAGE AT LAKE HIGHLAND LIMITED PARTNERSHIP** and check number 16457 in  
the amount of \$52.50 for the filing fee.

With warmest regards,

  
Andrew R. Reilly  
ARR/bj

Enclosure

cc: Richard G. Greenwood  
John H. Marling (w/o encl.)

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**AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP**

1. VILLAGE AT LAKE HIGHLAND LIMITED PARTNERSHIP  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")
2. 209 Town Center Blvd., Davenport, FL 33896  
(The Business Address of the limited Partnership)
3. ANDREW R. REILLY  
(Name of Registered Agent for Service Of Process)
4. 95 South 10<sup>th</sup> Street, Post Office Box 2039, Haines City, FL 33845  
(Florida Street Address for Registered Agent)
5. \_\_\_\_\_  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process.)
6. 209 Town Center Blvd., Davenport, FL 33896  
(The Mailing Address of the Limited Partnership)
7. The latest update upon which the Limited Partnership is to be dissolved is December 31, 2049.
8. The date of filing the original certificate was May 16, 2000.
9. 

NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
<u>Village Partners, a Florida general partnership</u>	<u>209 Town Center Blvd.</u>
<u>Managing General Partner</u>	<u>Davenport, FL 33896</u>
<u>6998-1039</u>	
<u>SHLP Village at Lake Highland, Ltd, a Florida</u>	<u>3201 South Tamarac Drive, Ste. 200</u>
<u>a Florida limited partnership</u>	<u>Denver, CO 80231</u>
<u>4-1916</u>	

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Signed this 15th day of January, 2004

Signature of all general partners:

**VILLAGE PARTNERS, a Florida  
general partner  
Managing General Partner**

By: Investors Realty, Ltd., Inc.,  
a Florida Corporation

By:   
Heidi J. Marling, President

By:   
James S. Carr, Partner

**SHLP VILLAGE AT LAKE  
HIGHLAND, LTD.  
a Florida limited partnership**

By: SHLP Lake Highland GP, LLC,  
General Partner

By:   
Marc Pinto, Manager

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