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From: Account Name : HODGSON RUSS LLP
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A-1426

LIMITED PARTNERSHIP AMENDMENT

BERMUDA ESTATES ASSOCIATES, LTD.

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

BERMUDA ESTATES ASSOCIATES, LTD.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on SEPTEMBER 13, 2000, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

The Certificate of Limited Partnership is hereby amended to add the name and business address of an additional General Partner. To effect such amendment, Paragraph 3 of the Certificate of Limited Partnership is hereby amended to read in its entirety as follows:

"3. Name and Business Address of General Partners. The names and business addresses of the General Partners are:

CCM ADVISORS, INC., 2411 S. Carolina Avenue, Tampa, FL 33629

PENN-FLORIDA VENTURE VII, INC., 1515 N. Federal Highway, Suite 306, Boca Raton, FL 33432" 701-106153

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

~~CCM ADVISORS, INC., Co-General Partner~~

Richard T. Coley Sr. as President
Richard T. Coley Sr., as its President

Signature(s) of new general partner(s), if applicable:

PENN-FLORIDA VENTURE VII, INC., Co-General Partner

Mark A. Gensheimer
Mark A. Gensheimer, as its President

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