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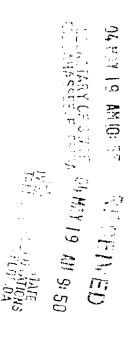
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## FOURTH CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF LIVE OAK VILLAS, LTD.

Pursuant to the provisions of Section 620.109 of the Florida Statutes, Live Oak Villas, Ltd., a Florida limited partnership, whose certificate was filed with the Florida Department of State on November 14, 2000, adopts the following certificate of amendment to its certificate of limited partnership:

**FIRST**: Amendment Article 3 is being amended to read as follows:

3. The name and address of the Agent for service of process on the Partnership is:

Gary J. Cohen c/o Shutts & Bowen, LLP 201 S. Biscayne Boulevard Suite 1500 Miami, Florida 33131

The former registered agent for service of process on the Partnership was Patricia K. Green, 2200 Museum Tower, 150 W. Flagler Street, Miami, Florida 33130. Such change in registered agent was authorized by the General Partners of the Partnership.

**SECOND**: Amendment: Article 6 is being amended to read as follows:

6<sup>th</sup>. The latest date upon which the Partnership shall dissolve is December 31, 2055.

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

IN WITNESS WHEREOF, the undersigned have signed this Fourth Certificate of Amendment to Certificate of Limited Partnership as General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: May 7, 2004

PHG - VILLAS, LLC, a Florida limited liability company, a General Partner

David O Deutch Vice Presiden

LIVE OAK VILLAS, LLC, a Florida limited liability company, a General Partner

Steven Kirk, President

SEURENARY OF STAIL

## ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Gary J. Cohen hereby accepts his appointment as registered agent for LIVE OAK VILLAS, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 620.105.

DATED: May 7, 2004

Gary J/Cohen

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