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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

PARK VUE ASSOCIATES, LTD.

Certificate of Status	0
Certified Copy	1
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**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
PARK VUE ASSOCIATES, LTD.**

Pursuant to the authority of Section 620.1202 of the Florida Revised Uniform Limited Partnership Act of 2005, this limited partnership, whose certificate was filed with the Florida Department of State on July 17, 2006, hereby adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

1. The name of the Partnership shall be PARK VUE ASSOCIATES, LTD. (the "Partnership")

2. The address of the initial office where records shall be kept shall be 2121 Ponce de Leon Boulevard, PH #2, Coral Gables, Florida 33134. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

3. The name and business address of the General Partners are:

CORNERSTONE PARK VUE, LLC
2121 Ponce de Leon Boulevard, PH #2
Coral Gables, Florida 33134

URBAN PARK VUE, LLC
11 N. W. 36th Avenue
Ft. Lauderdale, FL 33311

LO7-37384

4. The initial mailing address of the Partnership is 2121 Ponce de Leon Boulevard, PH #2, Coral Gables, Florida 33134.

5. The latest day upon which the Partnership is to dissolve is December 31, 2066.

6. The Partnership does not elect to be a limited liability limited partnership.

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This Amended and Restated Certificate has been executed by the undersigned as of the ____ day of _____, 2007.

GENERAL PARTNER:

CORNERSTONE PARK VUE, LLC, a Florida limited liability company

By: _____
Name: **LEON J. WOLFE**
Title: **PRESIDENT**

URBAN PARK VUE, LLC, a Florida limited liability company

By: Urban League of Broward County, Inc., a Florida non-profit corporation, its sole member

By: _____
Dr. Germaine Smith-Baugh, President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for PARK VUE ASSOCIATES, LLC, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in the Florida Revised Uniform Limited Partnership Act of 2005.

**B&C CORPORATE SERVICES OF
CENTRAL FLORIDA, INC.,** a Florida corporation

By: _____
Name: **Janice C. Myers**
Title: **Vice President**

Dated this 9th day of April, 2007.

This Amended and Restated Certificate has been executed by the undersigned as of the 6
day of April, 2007.

GENERAL PARTNER:

CORNERSTONE PARK VUE, LLC, a Florida limited liability company

By: _____

Name: _____

Title: _____

URBAN PARK VUE, LLC, a Florida limited liability company

By: Urban League of Broward County, Inc., a Florida non-profit corporation, its sole member

By: Germaine S. Baugh

Dr. Germaine Smith-Baugh, President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for PARK VUE ASSOCIATES, LLC, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability limited partnership and states that it is familiar with and accepts its responsibilities.