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(Requestor's Name)

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PICK-UP WAIT MAIL

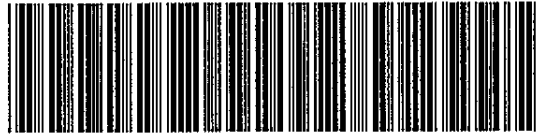
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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A19888
a

May 1, 2006

Thomas K. Roe
Sheri L. Roe
2016 Grayson Drive
Navarre, FL 32566
Home: (850) 936-1141

Via Express Mail

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Leesburg RRH, Ltd. II / Document No. A19888

Dear Sir or Madam:

Enclosed please find an original and one copy of an Assignment of Limited Partnership Interest and Substitution of Limited Partner, and a Certificate of Amendment and Amendment to Limited Partnership Agreement regarding the above referenced limited partnership. If you would, please file the original documents with the State of Florida and return a file-stamped copy to me. In addition, please issue a Certificate documenting the changes to this limited partnership.

I have enclosed a check for \$61.25 for your services. If you have any questions, please do not hesitate to contact me.

Sincerely,



Sheri L. Roe

Enclosures

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Limited Partner:	
Thomas K. Roe	90 units
Limited Partner:	
Sheri L. Roe	5 units
Total	100 units

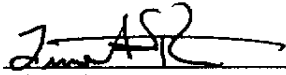
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3. Partnership Agreement Remains Unchanged. In all other respects, the Partnership Agreement and Certificate of Limited Partnership remains unchanged.
4. Acceptance of Transfer. The substituted partners hereby accept the transfer of partnership interests as stated herein, and agree to be bound by the Partnership Agreement and any related documents.
5. Consent of General Partner. The General Partner hereby consents to all of the transfers of Partnership interests, as stated herein.

In Witness Whereof, the undersigned has executed this instrument the day and year first above written.

General Partner:

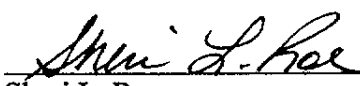

 Thomas K. Roe

Withdrawing Limited Partner:


 Timothy S. Roe

Substituting Limited Partner:

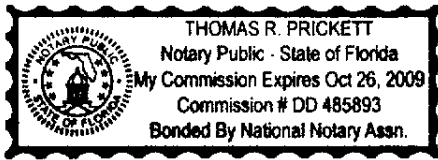

 Thomas K. Roe

Substituting Limited Partner:


 Sheri L. Roe

State of Florida
County of LAKE

The foregoing instrument was acknowledged before me this 29TH day of APRIL, 2006 by Thomas K. Roe, as General Partner, who is personally known to me or who has personally produced DRIVER'S LICENSE as identification.



Thomas R. Prickett
Notary Public
Commission Number: DD 485893
My Commission Expires: OCT 26 2009

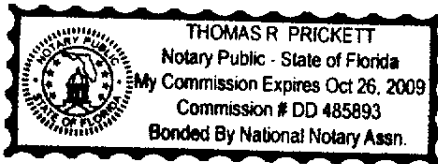
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State of Florida
County of LAKE

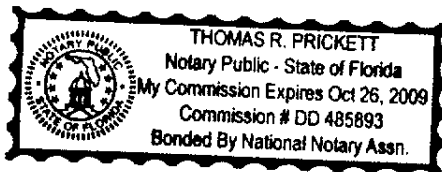
The foregoing instrument was acknowledged before me this 29TH day of APRIL, 2006 by Sheri L. Roe, as Limited Partner, who is personally known to me or who has personally produced DRIVER'S LICENSE as identification.



Thomas R. Prickett
Notary Public
Commission Number: DD 485893
My Commission Expires: OCT 26 2009

State of Florida
County of Lake

The foregoing instrument was acknowledged before me this 29TH day of APRIL, 2006 by Timothy S. Roe, as Withdrawing Limited Partner, who is personally known to me or who has personally produced DRIVER'S LICENSE as identification.



Thomas R. Prickett
Notary Public
Commission Number: DD 485893
My Commission Expires: OCT 26 2009

ASSIGNMENT OF LIMITED PARTNERSHIP INTERESTS
AND
SUBSTITUTION OF LIMITED PARTNERS

This Assignment and Substitution is made and entered into this 29
April, 2006, by and between Timothy S. Roe, hereinafter called Assignor and
Thomas K. Roe and Sheri L. Roe, hereinafter called the Assignees.

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TALLAHASSEE, FLORIDA

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Witnesseth:

Whereas, the Assignor owns 25 units of limited partnership interest, as Limited Partner of the Leesburg RRH, Ltd. II (document number A19888), limited partnership and desires to assign, sell, convey and transfer the interests to the Assignees.

Whereas, the Assignees wish to accept the assignment, conveyance and transfer of the interests from the Assignor and to acknowledge receipt thereof.

Now, therefore, in consideration of \$10.00 and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, it is agreed as follows:

1. Assignor hereby assigns, sells, conveys and transfers all of the limited partnership interest in Leesburg RRH, Ltd. II and all right, title, interest and obligation therewith to the Assignees as follows:

Timothy S. Roe – 20 units as Limited Partner to Thomas K. Roe

Timothy S. Roe - 5 units as Limited Partner to Sheri L. Roe

Total Transfer – 25 units

2. Assignees hereby accept from Assignor the assignment, transfer and conveyance of the units and all of such right, title, interest, benefit, and obligation and agree that they shall be substituted limited partners of Leesburg RRH, Ltd. II limited partnership, as specified above.

3. Assignees hereby covenant and agree to abide by and perform each and every term, agreement, requirement and responsibility of a Limited Partner, as applicable, under the Limited Partnership Agreement as now existing or as may be hereafter amended.

In witness whereof, the undersigned have executed this instrument as of the day and year first above written.

Assignor:

Timothy S. Roe
Timothy S. Roe

Assignees:

Thomas K. Roe
Thomas K. Roe

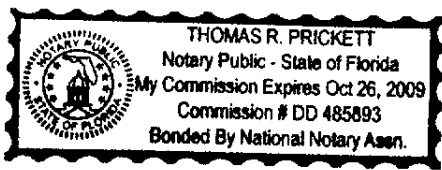
Sheri L. Roe
Sheri L. Roe

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State of Florida
County of LAKE

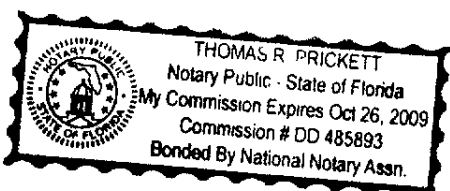
The foregoing instrument was acknowledged before me this 29TH day of APRIL, 2006, by Thomas K. Roe and Sheri L. Roe, who are personally known to me or who have produced DRIVER'S LICENSE as identification.



Thomas R. Prickett
Notary Public
Commission Number: DD 485893
My Commission Expires: OCT 26, 2009

State of Florida
County of Lake

The foregoing instrument was acknowledged before me this 29TH day of APRIL, 2006, by Timothy S. Roe, as who is personally known to me or who has produced DRIVER'S LICENSE as identification.



Thomas R. Prickett
Notary Public
Commission Number: DD 485893
My Commission Expires: OCT 26, 2009