

COHEN & FRIEDMAN, P.A.

ATTORNEYS AT LAW

A24239

December 19, 1996

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

re sent

Re: Crossings Shopping Village Associates Limited
Document No. A24239

Dear Clerk:

300002062029--1
-01/17/97--01071--003
****637.50 *****52.50

Enclosed for filing please find the 1997 Limited Partnership Annual Report together with the Certificate of Amendment to the Certificate of Limited Partnership and together with this limited partnership's check payable to the order of Fla. Dept. of State in the amount of \$637.50 representing the maximum fee plus the cost for a Certificate of Status and the cost of filing the Certificate of Amendment.

Please contact us immediately should anything further required. Thanks for your cooperation.

Respectfully yours,

COHEN & FRIEDMAN, P.A.

C. Housman

Carol Housman,
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 15 PM 3:26

Name	
Address	
Enclosures	
c:\wpdocs\friedman\forms.1tr\divoocorp.	
Attachment	DCC
W. P. Verifier	DCC

*Changing
MP*

C. TAX	
FILING	52.50
R. AGENT FEE	
C. FEE	
T. FEE	
N. C. FEE	
BALANCE DUE	
REFUND	



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1997

CROSSINGS SHOPPING VILLAGE ASSOCIATES LIMITED
C/O CAROL HOUSMAN
1401 BRICKELL AVENUE, SUITE 530
MIAMI, FL 33131

SUBJECT: CROSSINGS SHOPPING VILLAGE ASSOCIATES LIMITED
Ref. Number: A24239

We have received your document for **CROSSINGS SHOPPING VILLAGE ASSOCIATES LIMITED** and your check(s) totaling \$637.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must include the address of the new general partner in the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 397A00001114

**CERTIFICATE OF AMENDMENT TO CERTIFICATE OF
LIMITED PARTNERSHIP OF CROSSINGS SHOPPING VILLAGE
ASSOCIATES LIMITED, A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner, desiring to amend a Certificate of Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states as follows:

1. The name of the partnership is CROSSINGS SHOPPING VILLAGE ASSOCIATES LIMITED (the "Partnership").

2. The Certificate of Limited Partnership of the Partnership was filed with the Department of State on March 11, 1987 under Document No. A24239.

3. The Certificate of Limited Partnership of the Partnership is hereby amended to change the general partner of the Partnership from S. James Cohen to Michael Dean Friedman, effective as of January 1, 1997.

4. The address of the new general partner is 1401 Brickell Avenue, Suite 530, Miami, Florida 33131.

5. Except as the Certificate of Limited Partnership of the Partnership may be amended by this instrument, said Certificate of Limited Partnership is ratified and confirmed in all respects.

The execution of this Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

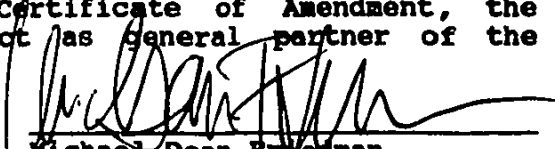
IN WITNESS WHEREOF, this Certificate of Amendment has been executed by the sole general partner of Crossings Shopping Village Associates Limited as of this 31st day of December, 1996.

GENERAL PARTNER:


S. James Cohen

Acceptance of Appointment as New General Partner

Having been named as the new general partner of the Partnership in the foregoing Certificate of Amendment, the undersigned hereby agrees to act as general partner of the Partnership.


Michael Dean Friedman

Date: December 31, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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