



A26121

THE BERKSHIRE GROUP

Legal Department

Effective November 23, 1998 we will be relocating our office to One Beacon Street, Boston, Massachusetts 02108. Please update your records accordingly.

VIA FEDERAL EXPRESS

November 13, 1998

FILED
98 NOV 18 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Limited Partnership/Amendments
409 East Gaines Street
Tallahassee, FL 32399

Re: Certificate of Amendment to Application of Registration

Dear Sir/Madam:

600002690156--5
-11/18/98--01008--012
****105.00 ****52.50

Enclosed please find the following:

1. The above referenced document, in duplicate, one to be filed and one to be filed stamped for:

- Berkshire Companies Limited Partnership (The)
- Berkshire Mortgage Finance Limited Partnership
- BRI Altamonte Limited Partnership
- BRI Florida Apartments Limited Partnership
- BRI Newport Limited Partnership
- BRI OP Limited Partnership
- BRI Park Colony-Woodland Limited Partnership
- BRI Plantation Colony Limited Partnership
- Harborside Healthcare Limited Partnership
- Harborside Homecare Limited Partnership
- Harborside Rehabilitation Limited Partnership
- HICI Limited Partnership
- McNab - K C 3 Limited Partnership

changing address

Name Availability	
Document Examiner	DCC
Updater	2. DCC
Updater Verifier	3. A-E evidence of filing
Acknowledgement	DCC
W. P. Verifier	

Four checks which total \$682.50 to cover the filing fees; and

3. A Federal Express envelope for the return of the filed-stamped documents and any other

Harbor Plaza, 470 Atlantic Avenue
Boston, Massachusetts 02210
Telephone: (617) 425-2235
Fax (Legal Department): (617) 556-1408

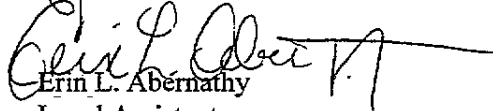
A26121

FP \$52.50

Florida Department of State
Limited Partnership/Amendments
November 13, 1998
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Please call me toll free at 800/662-5787 extension 8142, should there be any problem with these filings. Thank you.

Very truly yours,


Erin L. Abernathy
Legal Assistant

ELA/jmc
Enclosures
cc: Scott D. Spelfogel, Esq. (without enclosures)

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

Berkshire Mortgage Finance Limited Partnership

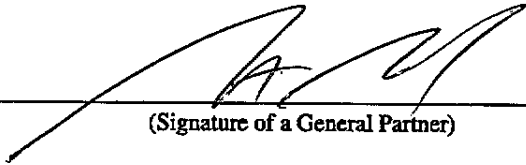
(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

see attached

BRF CORPORATION, a general partner



(Signature of a General Partner)

Scott D. Spelfogel, Secretary/Clerk
(Typed or printed name of General Partner signing above)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Massachusetts

COUNTY OF Suffolk

On this 13th day of November, 19 98,
personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____



(Notary Public Signature)

(Notary's Printed Name)

JAIME M. COPITHORNE
Notary Public
Commonwealth of Massachusetts
My Commission Expires September 24, 2004

Seal

My Commission Expires:

STATE OF FLORIDA

**CERTIFICATE OF AMENDMENT TO
APPLICATION FOR REGISTRATION**

Berkshire Mortgage Finance Limited Partnership

The office of the Partnership in the Commonwealth of Massachusetts is c/o The Berkshire Group, One Beacon Street, Suite 1500, Boston, Massachusetts 02108 Attn: Legal Dept.

The name of the general partner of the Partnership is BRF Corporation, with an address of One Beacon Street, Suite 1500, Boston, Massachusetts 02108.

The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions is c/o The Berkshire Group, One Beacon Street, Suite 1500, Boston, Massachusetts 02108 Attn: Legal Dept., and the Partnership undertakes and agrees to keep its records until the Partnership's registration in Florida is canceled or withdrawn.

The mailing address of the Partnership is c/o The Berkshire Group, One Beacon Street, Suite 1500 Boston, Massachusetts 02108, Attn: Legal Dept.

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