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**BRYAN M. THOMAS**  
**Attorney at Law**  
2221 Lee Road, Suite 22  
Winter Park, Florida 32789

Phone: 407-644-9319  
FAX: 407-644-9951

June 13, 2003

BY AIRBORNE EXPRESS  
NEXT AM

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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Re: DEERWOOD GAINESVILLE PARTNERS, LTD.  
Document Number A28653

Dear Sir or Madam:

Enclosed are the originals and one copy each of two amendments to the partnership agreement for the captioned limited partnership. Please file these amendments, if at all possible on Monday, June 16, 2003.

A check in the amount of \$105.00 payable to the Florida Department of State is enclosed for the filing fees. An express package is enclosed for your convenience in returning the filed amendments to my office.

Please call Pat Andrews in this office if you have any questions.

Very truly yours,

Dictated but not signed to expedite  
delivery in his absence

BRYAN M. THOMAS

BMT/pa  
Enclosures

**FOURTH AMENDMENT TO  
RESTATED AND AMENDED AGREEMENT  
AND CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
DEERWOOD GAINESVILLE PARTNERS, LTD.**

THIS FOURTH AMENDMENT TO RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE PARTNERS, LTD. ("the Partnership") is made and entered into the 4th day of JUNE, 2003, by and among THOMAS PROPERTIES, INC., a Florida corporation, as the General Partner; MARJORIE BEKAERT THOMAS, "Class B" Limited Partner; and THOMAS BIANCO and EVA BIANCO, his wife, "Class A" Limited Partners. The original Restated and Amended Agreement and Certificate of Limited Partnership was filed with the Secretary of State on August 5, 1991, and the original Certificate of Limited Partnership was filed on July 19, 1989.

W I T N E S S E T H:

The parties hereto agree as follows:

I.

**ALLOCATION OF INTERESTS**

Paragraph VII(A) of the Restated and Amended Agreement and Certificate of Limited Partnership of Deerwood Gainesville Partners, Ltd. is amended to reflect the following percentages of interest:

(1)	General Partner	1%
(2)	Class A Limited Partners	30%
(3)	Class B Limited Partner	69%

II.

**BINDING EFFECT**

The parties hereto agree to be bound to all terms of the Agreement and Certificate of Limited Partnership of Deerwood Gainesville Partners, Ltd. along with any and all previous amendments thereto.

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III.

RECORDING

By execution hereof, the parties direct the General Partner to enter this instrument of record with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Fourth Amendment to Restated and Amended Agreement and Certificate of Limited Partnership as of the day and year first above written.

Signed, sealed and  
delivered in the  
presence of:

GENERAL PARTNER

THOMAS PROPERTIES, INC.

Kimberly Lynn Howe  
Patricia Andrews

By: Marjorie Bekaert Thomas  
Marjorie Bekaert Thomas, President

Donald F. Lusinly  
Patricia Andrews

"CLASS A" LIMITED PARTNERS  
Thomas Bianco  
THOMAS BIANCO

Donald F. Lusinly  
Patricia Andrews

Eva Bianco  
EVA BIANCO

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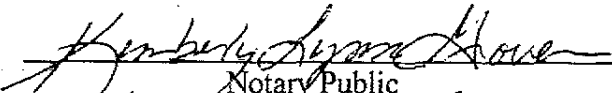
"CLASS B" LIMITED PARTNER

Kimberly Lynn Howe  
Patricia Andrews

Marjorie Bekaert Thomas  
MARJORIE BEKAERT THOMAS

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of JUNE, 2003 by Marjorie Bekaert Thomas, President of THOMAS PROPERTIES, INC., a Florida corporation, General Partner of DEERWOOD GAINESVILLE PARTNERS, LTD., a Florida limited partnership, on behalf of the corporation for the limited partnership. She is personally known to me or has produced \_\_\_\_\_ as identification.

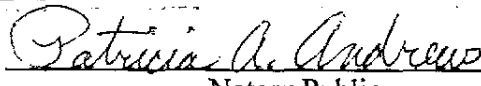
  
Notary Public  
Printed Name: Kimberly Lynn Groves  
My Commission Expires:



Kimberly Lynn Groves  
My Commission DD118710  
Expires May 19, 2006

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of JUNE, 2003 by THOMAS BIANCO and EVA BIANCO, his wife. They are personally known to me or have produced \_\_\_\_\_ as identification.

  
Notary Public  
Printed Name: PATRICIA A ANDREWS


My Commission Expires:



03 JUN 16 PM 2:21  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
PATRICIA A ANDREWS  
MY COMMISSION # DD 126981  
EXPIRES: September 20, 2006  
Bonded thru Budgetary Services

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of JUNE, 2003 by MARJORIE BEKAERT THOMAS. She is personally known to me or has produced \_\_\_\_\_ as identification.

  
Notary Public  
Printed Name: Kimberly Lynn Groves

My Commission Expires:



Kimberly Lynn Groves  
My Commission DD118710  
Expires May 19, 2006