

A95000000815



ACCOUNT NO. : 072100000032

REFERENCE : 609170 4381472

AUTHORIZATION :

*Patricia Puyitt*

COST LIMIT : \$ 52.50

ORDER DATE : March 2, 2000

ORDER TIME : 11:48 AM

ORDER NO. : 609170-110

800003154908--4

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant  
Broad And Cassel  
Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: CED PITTSFIELD HOUSING PARTNERS, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS: \_\_\_\_\_

*SC*

FILED  
00 MAR -2 PM 2:55  
00 MAR -2 PM 1:50  
RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP OF  
CED PITTSFIELD HOUSING PARTNERS, LTD.**

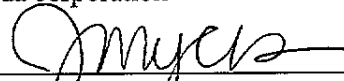
Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting the general partners of CED PITTSFIELD HOUSING PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The current name of the Partnership is CED PITTSFIELD HOUSING PARTNERS, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was May 30, 1995.
3. The Registered Agent of the Partnership hereby desires to amend and restate, in its entirety, its "Acknowledgment of Registered Agent" statement contained on page 2 of the original Certificate of Limited Partnership as follows:

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for CED Pittsfield Housing Partners, Ltd. the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership, and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Section 620.192, Florida Statutes.

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

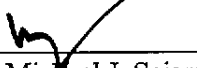
By:   
Janice C. Myers,  
Vice President

Executed effective as of the 26 day of Feb, 2000.

GENERAL PARTNERS:

**CED CAPITAL HOLDINGS IV B, LTD., a Florida limited partnership**

By: **CED CAPITAL HOLDINGS IV B, INC., a Florida corporation, its managing general partner**

By:   
Michael J. Sciarrino, Vice President

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