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**A99000001198**

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**LIMITED PARTNERSHIP AMENDMENT**  
**BUCKINGHAM-LAKE MARY LIMITED PARTNERSHIP**

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**T. Brumbley APR 4 2005**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 1, 2005

BUCKINGHAM-LAKE MARY LIMITED PARTNERSHIP  
C/O HEARTHSTONE  
16133 VENTURA BLVD., SUITE 1400  
ENCINO, CA 91436

SUBJECT: BUCKINGHAM-LAKE MARY LIMITED PARTNERSHIP  
REF: A99000001198

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**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
BUCKINGHAM-LAKE MARY LIMITED PARTNERSHIP**

Pursuant to Section 620.109, Florida Statutes, the Certificate of Limited Partnership of **BUCKINGHAM-LAKE MARY LIMITED PARTNERSHIP**, a Florida limited partnership (the "Partnership"), whose certificate was originally filed with the Florida Department of State on July 22, 1999, and amended on August 12, 1999, is hereby amended as follows:

1. The current general partner, **FL MSII/SEPII GP, L.C.**, a Florida limited liability company, hereby withdraws as of the Effective Date of this Certificate of Amendment, as defined in Paragraph 7 below.
2. The limited partners, **HEARTHSTONE-MSII HOMEBUILDING INVESTORS, LLC**, a Delaware limited liability company, and **HEARTHSTONE-SEPII HOMEBUILDING INVESTORS, L.L.C.**, a Delaware limited liability company, have withdrawn as of the Effective Date of this Certificate of Amendment, as defined in Paragraph 7 below.
3. **ENGINEERED HOMES OF ORLANDO, INC.**, a Florida corporation, is hereby admitted as the new general partner as of the Effective Date of the Certificate of Amendment, as defined in Paragraph 7 below.
4. By their execution of this Certificate, the new general partner and the remaining limited partner evidence their intention that the Partnership continue its business pursuant to Section 620.157(4), Florida Statutes.
5. The Registered Agent and Registered Office are changed to:
 

Steve Hiss  
c/o Engineered Homes of Orlando, Inc.  
1155 S. Semoran Blvd., Suite 1120  
Winter Park, FL 32792-5505
6. The mailing and street address for the principal place of business of the Partnership is changed to:
 

1155 S. Semoran Blvd., Suite 1120  
Winter Park, FL 32792-5505
7. This Amendment shall be effective upon the later of (i) its filing with the Florida Secretary of State, or (ii) 12:01 a.m., MARCH 31, 2005 (the "Effective Date").

Except as expressly provided herein, all remaining terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

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IN WITNESS WHEREOF, the undersigned have caused this Certificate of Amendment to the Certificate of Limited Partnership to be executed this 31<sup>st</sup> day of March, 2005.

**WITHDRAWING GENERAL PARTNER:**

FL MSII/SEPII GP, L.C., a Florida limited liability company

By: Hearthstone, Inc., a California corporation,  
Manager

By:   
Tracy T. Carver, Executive Vice President

**WITHDRAWING LIMITED PARTNER (H05000078631 3))**

HEARTHSTONE-MSII HOMEBUILDING INVESTORS, LLC, a Delaware limited liability company

By: ~~Hearthstone-MSII Professionals, LLC, a California limited liability company, Managing Member~~

By: Hearthstone, Inc., a California corporation,  
Manager

By:   
Tracy T. Carver, Executive Vice President

HEARTHSTONE-SEPII HOMEBUILDING INVESTORS, L.L.C., a Delaware limited liability company

By: ~~Hearthstone-SEPII Professionals, LLC, a California limited liability company, Managing Member~~

By: Hearthstone, Inc., a California corporation,  
Manager

By:   
Tracy T. Carver, Executive Vice President

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**NEW GENERAL PARTNER:**

**ENGINEERED HOMES OF ORLANDO, INC.**, a Florida corporation

By:   
Igor Toplitsky, President

**REMAINING LIMITED PARTNER:**

**EHE, LLC**, a Florida limited liability company

By:   
Igor Toplitsky, Manager

**ACKNOWLEDGMENT AND ACCEPTANCE  
OF DESIGNATION AS NEW REGISTERED AGENT**

Having been named as the new Registered Agent for **BUCKINGHAM-LAKE MARY LIMITED PARTNERSHIP**, a Florida limited partnership (the "Company"), at the place designated in this Certificate of Amendment, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated as of this 31<sup>st</sup> day of March, 2005.

  
Steve Hiss, Registered Agent

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