

B99000000265

December 14, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/18/00--01102--014
*****52.50 *****52.50

To Whom It May Concern,

Enclosed please find the Certificate of Amendment for Benchmark Greens at Viera Associates, L.P. This was formerly under the name of SRK Viera Associates, L.P. I have also enclosed a check for \$52.50 to cover the filing fee. If you have any questions or need any other information feel free to contact Steven Longo, Chief Financial Officer or myself, Lisa Boyle at (716) 833-4986. Please send the acknowledgement to my attention at 4053 Maple Road Amherst, New York 14226. Thank you.

Sincerely,

Lisa A. Boyle

Lisa A. Boyle
Residential Accountant
Benchmark Management

FILED
ON DEC 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B99-265
AL

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

Benchmark Greens at Viera Associates L.P.

SRK Viera Associates L.P.

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

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on December 6, 1999, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 1.3 Name The name of the Partnership shall be Benchmark Greens at Viera Associates Limited Partnership, but the business of the Partnership may be conducted under any other name designated by the General Partner and, in such event, the General Partner shall notify the limited partners of such name change within thirty days thereafter. The certificate shall be amended to reflect the new name of the partnership promptly upon the execution of this agreement.

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

Stewart J. Longo VP

Benchmark Viera Properties, LLC

Signature(s) of new general partner(s), if applicable:

FILED
NO DEC 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA