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From:

Account Name : UCC FILING & SEARCH SERVICES, INC.
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B99-392

LIMITED PARTNERSHIP AMENDMENT

ASHLEY GABLES PARTNERS LIMITED PARTNERSHIP

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2-10-04

CERTIFICATE OF AMENDMENT

TO

APPLICATION FOR REGISTRATION

OF

ASHLEY GABLES PARTNERS LIMITED PARTNERSHIP

Pursuant to the provisions of Section 620.173, Florida Statutes, Ashley Gables Partners Limited Partnership, a Delaware limited partnership (the "*Partnership*"), hereby submits this Certificate of Amendment to its Application for Registration:

The Application for Registration of the Partnership is amended as follows:

1. The Partnership desires to change the statements contained in items numbers 5 and 6 of its original or amended Application for Registration to read as follows:

The name of the Registered Agent for Service of Process is UCC Filing & Search Services, Inc. and the Street address of the Registered Office is 525 East Park Avenue, Tallahassee, Florida 32302.

2. The Partnership desires to change the Statement contained in item number 8 of its original or amended Application for Registration to read as follows:

3. The Partnership desires to change the Statement contained in item number 9 of its original or amended Application for Registration to read as follows:

NAME

ADDRESS

Ashbury Holding Corp.

81 Pondfield Road, Suite 334
Bronxville, NY 10708

✓ F04-109

4. The Partnership desires to change the statements contained in items number 10 and 12 of its original or amended Application for Registration to read as follows:

The office where names, addresses and contributions of Limited Partners are kept and the mailing address of the Partnership is 81 Pondfield Road, Suite 334, Bronxville, New York 10708.

Signed this 9th day of February, 2004.

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ASBURY HOLDING CORP.,
a Delaware corporation

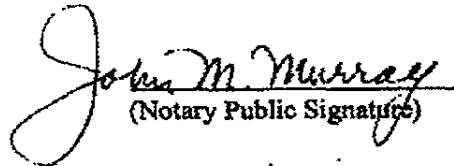
By: 

Steven Green, President

STATE OF NEW YORK)

COUNTY OF NEW YORK)

On this 9th day of February, 2004, before me, Steven Green, President of Asbury Holding Corp. personally appeared before me, who is personally known to me and acknowledged that he executed the foregoing document.


(Notary Public Signature)

2004

(Notary Printed Name)

My Commissions Expires:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

UCC FILING & SEARCH SERVICES, INC.

By:  Alison Hand, Asst Sec
Signature of Authorized Representative
of Registered Agent

04 FEB 10 PM 5:27

APPROVED
AND
FILED