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| | Address | |
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| CORPORATION N | IAME(S) & DOCUMENT NU | MBER(S), (if known): |
| 1. Beachu | valk Lot Optic | Document #) |
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| NEW FILINGS | AMENDMENTS | |
| Profit | Amendment | 99 JAN 19 |
| NonProfit | Resignation of R.A., Officer/Dir | rector PT OF TA |
| Limited Liability | Change of Registered Agent | 9 000 |
| Domestication | Dissolution/Withdrawal | AN REPORT |
| Other | Merger | AM 10: 02 |
| OTHER FILINGS Annual Report | REGISTRATION/ QUALIFICATION Foreign | BH. |
| Fictitious Name | Limited Partnership | f Maritima mass as a |
| Name Reservation | Reinstatement | 1/12/CM NOITAROGRADO TO NOIZIVIO |
| | Trademark | //G/GA TI:SIM9 EI NAL EE |
| | Other | RECEIVED |

CR2E031(1/95)

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 19, 1999

SUNSTATE RESEARCH

TALLAHASSEE, FL

SUBJECT: BEACHWALK LOT OPTION-FT. MYERS LIMITED PARTNERSHIP

We have received your document for BEACHWALK LOT OPTION-FT. MYERS LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$105.00 payment.

Our records do not show any entity with the name BEACHWALK LOT OPTION-FT. MYERS LIMITED PARTNERSHIP.

The only Florida limited partnership filed on 6/3/98, and showing FL MSII/SEPII GP, L.C. as its general partner is NICHOLSON-DAVENPORT LIMITED PARTNERSHIP -- A98000001378. Is this the partnership you are trying to amend??????

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 299A00002425

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99 JAN 21 PM 12: 32

named a

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

BEACHWALK LOT OPTION-FT MYERS LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole general partner of BEACHWALK LOT OPTION-FT.MYERS LIMITED PARTNERSHIP, does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

- 1. The name of the limited partnership is BEACHWALK LOT OPTION-FT. MYERS LIMITED PARTNERSHIP.
 - 2. The date of filing of the original Certificate of Limited Partnership was June 3, 1998.
- 3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect a change in the name of the Limited Partnership to:

WELLINGTON SHORES-WELLINGTON LIMITED PARTNERSHIP

4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the sole general partner has executed this Certificate of Amendment to Certificate of Limited Partnership on the 14th day of January, 1999.

SOLE GENERAL PARTNER:

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

By: Hearthstone,

a California corporation

Manager, an authorized representative

Tracy T. Carver

Senior Vice President