



**THE UNITED STATES
CORPORATION**
COMPANY

A96000002211

ACCOUNT NO. : 072100000032

REFERENCE : 619724 4381472

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 10, 2000

ORDER TIME : 1:54 PM

ORDER NO. : 619724-145

CUSTOMER NO: 4381472

CUSTOMER: Ms. Robyn Dettmer
Broad And Cassel
Suite 1100
390 North Orange Avenue
Orlando, FL 32801

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***1750.00 ***1750.00

RECEIVED
00 MAR 10 PM 4:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: REGAL POINTE APARTMENTS, LTD.

EFFECTIVE DATE:

LP-1750

DD ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
DD PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

BK 3/10/00

FILE 1ST
CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

FILED
00 MAR 10 AM 10:12
SECRETARY OF STATE
DIVISION OF CORPORATIONS

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting the sole general partner of REGAL POINTE APARTMENTS, LTD., a Florida limited partnership, executes this supplemental affidavit and files the same with the Florida Department of State pursuant to Section 620.112, Florida Statutes.

The actual amount of capital contributions of the Limited Partner has exceeded the originally anticipated amount of capital contributions. The sum of \$5,914,152.00 has already been contributed by the Limited Partners, and an additional \$612,527.00 has been contributed. Therefore, the total capital contributions on record will be \$6,526,679.00.

This Supplemental Affidavit is executed this 7 day of March, 2000.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

REGAL POINTE APARTMENTS, LTD., a Florida limited partnership

By: FL Bond Capital Holdings 96, Ltd., a Florida limited partnership, its general partner

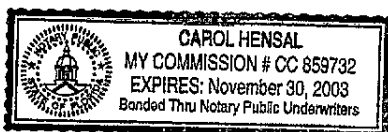
By: CED Construction, Inc., a Florida corporation, its managing general partner

By: h
Michael J. Sciarrino, President

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally Michael J. Sciarrino, as President of CED Construction, Inc., a Florida corporation, known to me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Supplemental Affidavit as President of CED Construction, Inc., a Florida corporation, as managing general partner of FL Bond Capital Holdings 96, Ltd., a Florida limited partnership, as general partner of Regal Pointe Apartments, Ltd., a Florida limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7 day of March, 2000.



Carol Hensal
Notary Public
State of Florida at Large
My Commission Expires: