

A02000001725

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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

33RD AVENUE ASSOCIATES, L.L.L.P.

Certificate of Status	0
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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
33rd AVENUE ASSOCIATES, L.L.L.P.**

Pursuant to the provisions of Section 620.1202, Florida Statutes, 33rd Avenue Associates, L.L.L.P., a Florida limited liability limited partnership (the "Partnership"), whose Certificate of Limited Partnership and Statement of Qualification were filed on December 27, 2002, and assigned document number A02000001725, adopts the following amendments:

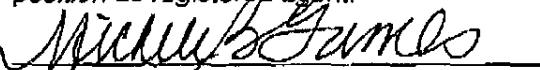
- A. The principal and mailing addresses of the Partnership shall be:

200 South Orange Avenue
Sarasota, Florida 34236

- B. The name and address of the registered agent of the Partnership shall be:

Michele B. Grimes
200 South Orange Avenue
Sarasota, Florida 34236

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.



Michele B. Grimes
As Registered Agent

- C. The Managing General Partner of the Partnership is amended as follows:

Removed and Converted to Limited Partner:

David S. Band
One South School Avenue, Suite 500
Sarasota, Florida 34237

Added as Managing General Partner:

33rd Avenue Management, LLC, a Florida limited liability company
1991 Main Street, Suite 260
Sarasota, Florida 34236

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David S. Band was removed as a Managing General Partner of the Partnership, and his general partnership interest converted into a limited partnership interest in the Partnership, pursuant to a document entitled, "Removal of Managing General Partner" executed effective September 11, 2009.

IN WITNESS WHEREOF, this Certificate of Amendment to the Certificate of Limited Partnership and Statement of Qualification, has been executed by the prior General Partner and new General Partner as of this 11th day of September 2009.

Prior General Partner:

David S. Band

By: 33rd Avenue Management, LLC,
a Florida limited liability company

As its true and lawful attorney-in-fact in
accordance with the Limited Liability
Limited Partnership Agreement of the
Partnership dated December 27, 2002,
as amended

By: Elita Krums-Kane
Elita Krums-Kane
As its Manager

New General Partner:

33rd AVENUE MANAGEMENT, LLC,
a Florida limited liability company

By: Elita Krums-Kane
Elita Krums-Kane
As its Manager