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September 20, 2002

Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

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-10/11/02--01016--002
*****52.50 *****52.50

Re: Rio Hills Properties, Ltd.

To Whom It May Concern:

After reviewing your letter returning the above referenced filing (a copy of which is enclosed), enclosed for filing is the Uniform Business Report for Rio Hills Properties, Ltd. We have also enclosed a check in the amount of \$926.25 for the following:

\$ 88.75	Supplement Corporate Fee
\$400.00	Late Fee
\$437.50	Capital Contribution Fee

Also enclosed is a Certificate of Amendment to Certificate of Limited Partnership of Rio Hills Properties, Ltd., and a check for \$52.50 to cover its filing fee.

Please do not hesitate to give me a call if you have any questions or comments concerning this matter.

Sincerely yours,

Wendy S. Biles

Wendy S. Biles
(for Gregory G. Meier, Esq.)

FF \$52.50

GWM:wsb
cc: Miguel Kaled

J. BRYAN OCT 14 2002

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

RIO HILLS PROPERTIES, LTD.

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

FILED
2002 OCT -8 PM 1:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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 January 25, 2000, 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 6 is hereby deleted and replaced with the following:

SUA CASA NA FLORIDA CORPORATION

#p97000061203


7626 Sand Lake Road
Orlando, Florida 32819

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 new and current general partner:

SUA CASA NA FLORIDA CORPORATION


By: Miguel Kaled
Its: President