ION D. PARRISH

IOHN P. WHITE



ANTHONY M. LAWHON MICHAEL G. MOORE FLOYD S. YARNELL

VIA FEDERAL EXPRESS, OVERNIGHT DELIVERY

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32314

> Amendments: Vista Gardens II, Ltd.; Vista Gardens Holding Co. Re:

Dear Sir or Madam:

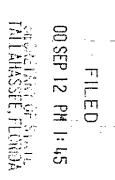
80000339Q1Q85
-09/12/0001065003
******61.25 *****61.25

Attached please find the following documents with respect to the above-referenced entities:

- With respect to Vista Gardens Holding Co.: 1.
 - Original and one (1) copy of the Articles of Amendment to the Articles a. of Incorporation of Vista Gardens Holding Co. (Name Change Amendment);
 - Our firm's check in the amount of \$43.75, representing the cost of the filing b. fee and one (1) certified copy of the Amendment; and
- With respect to Vista Gardens II, Ltd.: 2.
 - Original and one (1) copy of Certificate of Amendment to the Certficiate of a. Limited Partnership of Vista Gardens II, Ltd.; and
 - Our firm's check in the amount of \$61.25, representing the cost of the filing b. fee and a Certificate of Status for the limited partnership.

Please forward any correspondence and/or inquiries to:

Parrish, White, Lawhon & Moore, P.A. c/o Michael G. Moore 2171 Pine Ridge Road, Ste D. Naples, Florida 34109



If you have any questions concerning the foregoing, or if you need additional information or documentation, please do not hesitate to contact my office.

Very Truly Yours,

PARRISH, WHITE, LAWHON & MOORE, P.A.

Michael G. Moore

Enclosures as stated cc: John T. Magocs

OO SEP 12 PM 1: 45

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP **OF** VISTA GARDENS II., LTD.

(A Florida Limited Partnership)

FIRST:

The name of the limited partnership is Vista Gardens II, Ltd.

SECOND:

The original Certificate of Limited Partnership was filed on February 17, 2000.

THIRD:

The following amendment to the Certificate of Limited Partnership was adopted:

"The name of the limited partnership shall be changed to

Sunnyland Garden Apartments, Ltd."

FOURTH:

The foregoing amendment was adopted on August 16, 2000.

Approved by:

Sunnyland Garden Apartments Holding Co., A Florida corporation, as General Partner