

Division of Corporations

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Florida Department of State
Division of Corporations
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A-567

LIMITED PARTNERSHIP AMENDMENT

250 PARK AVENUE, LTD., LLLP

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$105.00

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250 Park Avenue, Ltd., LLLP
Certificate of Amendment

The undersigned general partners deliver this Certificate of Amendment for 250 Park Avenue, Ltd., LLLP, for filing with the Florida Department of State pursuant to §620.109 of the Florida Revised Limited Partnership Act (1986) (the "Act"), amending the Certificate of Limited Partnership.

1. Name. The name of the limited partnership is 250 Park Avenue, Ltd., LLLP.
2. Original Certificate. The Certificate of Limited Partnership was filed on March 31, 2000.

3. Amendments. The Certificate of Limited Partnership is amended to reflect the admission of BFC Park Avenue GP, Inc., as an additional General Partner of the Partnership, the withdrawal of Lincoln-Winter Park, Ltd., as a general partner of the Partnership, and to change the Recordkeeping Office, Registered Office, Partnership Mailing and General Partner Business Addresses, by deleting Sections 2, 3, 4 and 5 of the Certificate in their entirety and substituting in their place, the following:

4. General Partner. The name and the business address of the General Partner of the Limited Partnership is:

BFC Park Avenue GP, Inc.,
a Florida corporation
P. O. Box 3010
Winter Park, Florida 32790-3010

5. Recordkeeping Office. The address of the office at which the records of the partnership are maintained pursuant to the Act is:

250 South Park Avenue
Suite 630
Winter Park, FL 32789

6. Registered Agent and Registered Office. The name and address of the agent for service of process is:

W.P. Battaglia
250 South Park Avenue
Suite 630
Winter Park, Florida 32789

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7. Partnership Mailing Address. The mailing address for the limited partnership is:

P. O. Box 3010
Winter Park, Florida 32790-3010.

8. Affirmation. The General Partners hereby acknowledge that pursuant to the Act:

8.1 The execution of this Affidavit by the General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true;

8.2 The General Partners accept the liability imposed by the Act on a General Partner for a false statement contained in this Certificate; and

8.3 If, after the execution of this Certificate, the General Partners know that any arrangement or other fact described in this Certificate has changed, making the statement inaccurate in any material respect, the General Partner will forthwith cause this Certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the Act.

Executed this 8th day of August, 2003.

BFC PARK AVENUE GP, INC.,
a Florida corporation,
General Partner

By: W. P. Battaglia
W. P. Battaglia, President

Lincoln-Winter Park, Ltd.,
a Texas Limited Partnership,
Withdrawing General Partner

By: Lincoln GP Winter Park, Inc.,
a Texas Corporation

By: Scott R. Stahley
Scott R. Stahley, Sr. Vice-President

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REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent and to accept service of process for 250 Park Avenue, Ltd., LLLP, a Florida limited liability limited partnership, at the Registered Office designated in the Certificate of Limited Partnership, I hereby accept the appointment as Registered Agent and agree to act in that 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.

Executed this 8th day of August, 2003.

W. P. Battaglia
W. P. Battaglia, Registered Agent

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TALLAHASSEE, FLORIDA

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