ACCOUNT NO. :

072100000032

REFERENCE

901206

4728029

AUTHORIZATION

COST LIMIT

\$ 52.50

ORDER DATE: November 16, 2000

ORDER TIME : 11:28 AM

ORDER NO. : 901206-005

CUSTOMER NO: 4728029

CUSTOMER: Mr. John F. Redmond

Redmond & Parrinello

400 Executive Office Building

36 West Main Street Rochester, NY 14614

DOMESTIC AMENDMENT FILING

NAME:

GRANDEVILLE ON DELANEY LTD.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS:

800003474508--5

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF LIMITED PARTNERSHIP

OF

GRANDEVILLE ON DELANEY LTD.



Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on May 31, 2000 (the "Certificate of Limited Partnership"), a certificate of amendment was filed on June 16, 2000 (the "First Amendment"), a certificate of amendment was filed on June 20, 2000 (the "Second Amendment") adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): Section 4 of the Certificate of Limited Partnership shall be amended as follows:

- (i) The General Partner's Ownership Interest shall be changed from "16.66%" to "50.00%."
- (iii) "LeCesse Development Corporation" hereby withdraws as a limited partner and the following shall be the new Limited Partner:

"Commercial Equity Investments, Inc. 200 Witmer Road Horsham, PA 19044-8015"

(iv) The new Limited Partner's Ownership Interest shall be "50.00%."

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

In all other respects, the original Certificate of Limited Partnership, the First Amendment and the Second Amendment shall remain in full force and effect except as herein amended.

IN WITNESS WHEREOF, the General Partner and Withdrawing Limited Partner have signed this Certificate of Limited Partnership as of the 15th day of November 2000	
	GENERAL PARTNER:
	GV Delaney Ltd. BY: GV Delaney Inc., its General Partner Salvador F. Leccese, President
	WITHDRAWING LIMITED PARTNER:
	LeCesse Development Corporation BY: A Factorial Salvador F. Leccese, President
STATE OF NEW YORK) COUNTY OF MONROE) SS.:	
I HEREBY CERTIFY, that the foregoing instrument was acknowledged before me this15th day of November, 2000, by SALVADOR F. LECCESE, as President of GV Delaney Inc., the General Partner of GV Delaney Ltd., the General Partner of GrandeVille on Delaney Ltd., who is personally known to me (Yes) (Na) or who produced as identification and who (did) (did not) take an oath.	
	Kutileenh. Motogan Notary Public, State of New York
KATHLEEN R. METZGER Notary Public, State of New York Monroe County My Commission Expires June 30, 20 <u>0</u> 1	Kathleen R. Metzger Printed Name of Notary Public
STATE OF NEW YORK) COUNTY OF MONROE) SS.:	My Commission Expires: 6/30/01
I HEREBY CERTIFY, that the foregoing instrument was acknowledged before me this 15th day of November, 2000, by SALVADOR F. LECCESE, as President of LECESSE DEVELOPMENT CORPORATION, who is personally known to me (Yes) (MXX) or who produced as identification and who (did) (did not) take an oath.	
mariles de maria	Donna K Green
MONTOE COUNTY 1/3/20	Notary Public, State of New York Donna K. Green
Commission Explose	Printed Name of Notary Public
The second section is a second section of the second section of the second section sec	My Commission Expires: 11/30/00