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Account Number : I19980000090
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A01-133

LIMITED PARTNERSHIP AMENDMENT

RIVER CROSSING PARTNERS, LTD.

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Renee Fowler
Regency Development

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AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF

RIVER CROSSING PARTNERS, LTD.

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting the general partners of RIVER CROSSING PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The current name of the Partnership is RIVER CROSSING PARTNERS, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was January 24, 2001.
3. Paragraph 3(a) of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:

"3. The name and business address of the general partner of the Partnership is:

F980000001282
REGENCY INVESTMENT ASSOCIATES, INC., a North Carolina corporation
2700 Wycliff Road, Suite 312
Raleigh, North Carolina 27607"

The undersigned have hereunto set their hands and seals effective as of February 2
2001.

INCOMING GENERAL PARTNER:

REGENCY INVESTMENT ASSOCIATES,
INC., a North Carolina corporation

By Gordon L. Blackwell

Name: Gordon L. Blackwell
Title: President

WITHDRAWING GENERAL PARTNER:

CEB CAPITAL HOLDINGS 2000 Q,
L.L.C., a Florida limited liability company

By Jay P. Brock, Manager

Attorney Name: Randal M. Allgood, P.A.
Broad and Cassel - Attorneys at Law
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801
Telephone: (407) 839-4200
Florida Bar No.: 454445

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P. 03

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**AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF**

RIVER CROSSING PARTNERS, LTD.

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2001.

INCOMING GENERAL PARTNER:

**REGENCY INVESTMENT ASSOCIATES,
INC.**, a North Carolina corporation

By: _____
Name: _____
Title: _____

WITHDRAWING GENERAL PARTNER:

**CED CAPITAL HOLDINGS 2000 Q,
L.L.C.**, a Florida limited liability company

By: Jay P. Brock
Jay P. Brock, Manager