

A02000000569

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March 15, 2005

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Arrowhead Apartments, Ltd  
Document Number A02000000569

Dear Ladies and Gentlemen:

Enclosed please find a Certificate of Amendment to Certificate of Limited Partnership of Arrowhead Apartments, Ltd. for filing. I have also enclosed a check payable to the Florida Department of State in the amount of \$52.50 for the cost of filing the Amendment.

Should you have any questions regarding the enclosed, please feel free to contact me at the telephone number above.

Sincerely yours,

  
Carrie E. Lademan

CEL/kmr  
Enc. as stated

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TALLAHASSEE, FLORIDA

Certificate of Amendment  
to  
Certificate of Limited Partnership  
Of  
Arrowhead Apartments, 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 March 15, 2002, document A02000000569, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Article 4 shall be amended to delete Collier County Housing Authority's Land Acquisition-New Development, Inc. as a general partner of the limited partnership. Articles 4, as amended, shall state as follows:

4. The name and business address of the general partner is:

MDG Capital Arrowhead Apartments, LLC  
2180 Immokalee Road, Suite 309  
Naples, Florida 34110

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

IN WITNESS WHEREOF, the undersigned current general partners have duly executed this Certificate of Amendment to Certificate of Limited Partnership as of the 17 day of December, 2004.

**CURRENT GENERAL PARTNERS:**

**MDG Capital Arrowhead Apartments, LLC,**  
a Florida limited liability company

By: MDG Capital Corporation,  
its managing member

By: [Signature]  
William L. Klohn, President

**Collier County Housing Authority's  
Land Acquisition-New Development, Inc.**

By: [Signature]  
Printed Name: Esmeralda Serrata  
Title: Secretary-Treasurer

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