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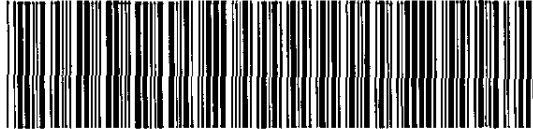
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 716505 82866A

AUTHORIZATION : *Debbie Skipper*

COST LIMIT : \$ 52.50

ORDER DATE : November 21, 2005

ORDER TIME : 9:32 AM

ORDER NO. : 716505-005

CUSTOMER NO: 82866A

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TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: PARADISE SHOPPES AT APOLLO
BEACH, LTD.

EFFECTIVE DATE:

XX___ ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX___ PLAIN STAMPED COPY

CONTACT PERSON: Debbie Skipper -- EXT# 2948

EXAMINER'S INITIALS: _____

**CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF PARADISE SHOPPES AT APOLLO BEACH, LTD.**

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate of limited partnership was filed with the Florida Department of State on March 14, 2003 and amended on March 1, 2004, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Paragraph 2 is hereby deleted and replaced with the following:

Business address of Limited Partnership: 500 South Florida Avenue, Suite 700
Lakeland, Florida 33801

SECOND: Paragraph 3 is hereby deleted and replaced with the following:

Name of Registered Agent: Hal A. Airth

ACKNOWLEDGMENT:

Having been named to accept service of process for Paradise Shoppes at Apollo Beach, Ltd., a Florida limited partnership,, as designated above, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. I also hereby confirm that the address of the registered office has not changed.


HAL A. AIRTH, Registered Agent

THIRD: Paragraph 4 is hereby deleted and replaced with the following:

Florida street address for Registered Agent: 500 South Florida Avenue, Suite 800
Lakeland, Florida 33801

FOURTH: Paragraph 8 is hereby deleted and replaced with the following:

Name of General Partner

Street Address

Odyssey DP II Management, Inc.

500 South Florida Avenue, Suite 700
Lakeland, Florida 33801

805000144719

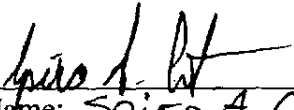
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-
- FIFTH: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.
- SIXTH: This Amendment was approved by the partners in accordance with applicable Florida Statutes.

[SIGNATURE PAGES TO FOLLOW]

Signature of the current General Partner:

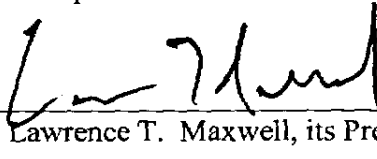
PDG II, Inc., a Florida corporation

By: 
Print Name: Spiro A. Comitos
Its: Vice President

Date: November 15, 2005

Signature of new General Partner:

ODYSSEY DP II MANAGEMENT, INC.,
a Florida corporation

By: 
Lawrence T. Maxwell, its President

Date: November 15, 2005