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From:  
Account Name : FORGES, HAMLIN, KNOWLES AND PROUTY, PA.  
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AD3-419

LIMITED PARTNERSHIP AMENDMENT

ELIZABETH ARMS APARTMENTS, LTD.

Certificate of Status	0
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PORGES-HAMLIN

NO. 0316 P. 2/3

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**SECOND AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP OF  
ELIZABETH ARMS APARTMENTS, LTD.**

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (2001), the undersigned, constituting all of the general partners of ELIZABETH ARMS APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), submits the following:

1. The current name of the Partnership is ELIZABETH ARMS APARTMENTS, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was March 18, 2003 (the "Original Certificate") which was amended on April 4, 2003.
3. Lee County Housing Development Corporation, a Florida not for profit corporation, has withdrawn as a General Partner of the Partnership.
4. Paragraph 3 of the Original Certificate is hereby amended to remove the name and address of the withdrawing General Partner.
5. This document may be signed in counterparts, each of which shall be an original for all purposes, but all of which taken together shall constitute only one agreement.

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THIS INSTRUMENT PREPARED BY:  
Curtis D. Hamlin, Esquire (Bar No.:0237922)  
Porges, Hamlin, Knowles, & Prouty, P.A.  
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NO. 0316 P. 3/3

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Fax Audit No.:

The undersigned have executed this Amendment to Certificate as of February \_\_, 2004  
and the same shall be effective upon filing with the Secretary of State of the State of  
Florida

**GENERAL PARTNER:**  
ELIZABETH ARMS APARTMENTS, INC.

By:   
Bowen A. Arnold, as its President

**WITHDRAWING GENERAL PARTNER:**  
LEE COUNTY HOUSING DEVELOPMENT  
CORPORATION

By:   
Bruce Merton, as its President

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