

A03000001471

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TALLAHASSEE, FLORIDA

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TUCKER & TIGHE, P.A.

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July 13, 2005

VIA FEDERAL EXPRESS
850-245-6053

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

RE: Amendment for Intervest-Northmil Limited Partnership (Doc. No.
A03000001471)

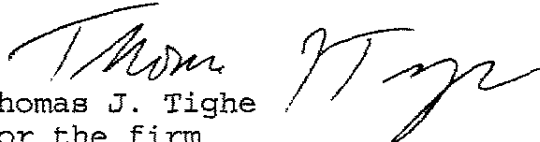
Dear Sirs:

Please file the enclosed original Certificate of Amendment to
Certificate of Limited partnership of Intervest-Northmil Limited
Partnership.

I enclose my check for \$52.50 payable to the Florida
Department State to cover the filing fee. Please return your
acknowledgment of filing to me at the address shown on this
letterhead.

Thank you for your assistance.

Very truly yours,


Thomas J. Tighe
For the firm

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CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
INTERVEST-NORTHMIL LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP

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 October 10, 2003, and which was subject to that Certificate of Amendment filed on Nov. 20, 2003, adopts the following certificate of amendment to its certificate of limited partnership.

Amendments:

1. Section 2 is amended to change the business address of the limited partnership to: 1140 Holland Drive, Suite 1, Boca Raton, FL 33487.

2. Section 3 is changed to name the Registered Agent for Service of Process to: Thomas J. Tighe, Esq.

3. The Florida Street address for the registered agent is: 800 East Broward Blvd, Suite 710, Fort Lauderdale, FL 33301

4. The registered agent signs below to accept the position of registered agent:

Thomas J. Tighe

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

Date: 7/11/05

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TALLAHASSEE, FLORIDA

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Intervest NorthMil Limited
Partnership

By: North Lake Holding L.L.C., a
Delaware Limited Liability
Company as General Partner

By: Michelle Van Amburgh
Michelle Van Amburgh, Manager