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LIMITED PARTNERSHIP AMENDMENT

TUSCAN PLACE II LIMITED PARTNERSHIP

Certificate of Status	1
Certified Copy	1
Page Count	02
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305 789 3395; 03/23/04 9:40AM; JettFax #150; Page 4/5

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MEMORANDUM

TO: Florida Department of State
FROM: Jackie Gerstenfeld
RE: Tuscan Place II Limited Partnership
DATE: March 17, 2004

The Articles of Organization of BAME Tuscan Place II, LLC the new general partner of the above-referenced limited partnership, were filed contemporaneously herewith.

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LIMITED PARTNERSHIP AMENDMENT

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
TUSCAN PLACE II LIMITED PARTNERSHIP**

Pursuant to the provisions of Section 620.109 of the Florida Statutes, Tuscan Place II Limited Partnership, a Florida limited partnership, whose certificate was filed with the Florida Department of State on November 10, 2003, adopts the following certificate of amendment to its certificate of limited partnership:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FIRST: Amendment: Article 3 is being amended to read as follows:

3. The names and addresses of the General Partners of the Partnership are:

GHG Tuscan Place II LLC
c/o Gatehouse Group, Inc.
120 Forbes Boulevard
Mansfield, Massachusetts 02048

603-43464

BAME Tuscan Place II, LLC
245 N.W. 8th Street
Miami, Florida 33136

604-21644

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

Filed by: J. Gausterfield, Corp. Legal Asst
Stearns Weaver Miller Weisler, et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
T: 305-789-3545/F: 305-789-3395

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IN WITNESS WHEREOF, the undersigned have signed this Certificate of Amendment to Certificate of Limited Partnership as General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: March 17, 2004

GHG TUSCAN PLACE II LLC, a Florida limited liability company, a General Partner

By: THE GATEHOUSE GROUP, INC., its sole Manager

By: [Signature]
Name: MICHAEL SPETZ
Title: LLP

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BAME TUSCAN PLACE II, LLC, a Florida limited liability company, a General Partner

By: [Signature]
Name: William G. Mangus
Title: President/CEO