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Page 002

Division of Corporations

Page 1 of 1

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**LIMITED PARTNERSHIP AMENDMENT  
SERENITY COVE & BEACH CLUB-OCEANSIDE, LTD.**

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**STATEMENT OF QUALIFICATION FOR  
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the limited partnership as identified in the records of the Florida Department of State:

**Serenity Cove & Beach Club - Oceanside, Ltd.**

Limited partnership's Florida document number: A05000000075

2. Suffix adopted for the above named partnership:(LLLP, L.L.L.P.) **LLLP**
3. The street address of its chief executive office:(if different from current recorded address):
4. The street address of principal office in Florida: (if different from above):
5. The limited partnership hereby elects to be a limited liability limited partnership.
6. The effective date of this filing shall be as of the date this document is filed with the Florida Secretary of State.
7. The name and Florida street address of the partnership's agent for service of process:

**Housing Trust Group of Florida, L.L.C.  
3250 Mary Street  
Suite 500  
Coral Gables, Florida 33133**

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 6th day of January, 2005.

RWR Development Company, LLC, a Florida  
limited liability company, general partner

By: 

Marvin Rappaport, Manager

Serenity Cove GP-SM, LLC, a Florida limited  
liability company, general partner

By: 

Stewart I. Marcus, Manager

Serenity Cove GP-RR, LLC, a Florida limited  
liability company, general partner.

By: 

Randy E. Rieger, Manager

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