

Feb. 16, 2005 11:03AM
Division of Corporations

071

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Account Name : EDWARDS & ANGELL
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*To Lee Rivers
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Becky*

LIMITED PARTNERSHIP AMENDMENT

MERRYPLACE AT PLEASANT CITY, LIMITED PARTNERSHIP

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02/17/05



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 15, 2005

MERRYPLACE AT PLEASANT CITY, LLLP

SUBJECT: MERRYPLACE AT PLEASANT CITY, LLLP

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

This filing should be submitted under the limited partnership category, not under the general partnership category. The cover sheet should be for a limited partnership amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

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TALLAHASSEE, FLORIDA

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STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP

1. The name of the limited partnership as identified in the records of the Florida Department of State is MerryPlace at Pleasant City, Limited Partnership and its Florida document number is A05000000178 ("Limited Partnership").

2. The complete name of the Limited Partnership after filing this Statement of Qualification shall be MerryPlace at Pleasant City, LLLP.

3. The street address of the Limited Partnership's chief executive office is 1715 Division Avenue, West Palm Beach, Florida 33407 and the street address of its principal office in Florida is the same.

4. The Limited Partnership hereby elects to be a limited liability limited partnership.

5. The effective date of this filing shall be as of the date this document is filed with the Florida Secretary of State.

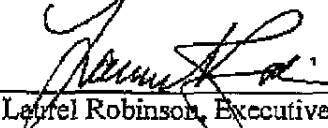
6. The name and Florida street address of the limited partnership's agent for service of process is Elaine Johnson James, c/o Edwards & Angell, LLP, One Clematis Street, Suite 400, West Palm Beach, Florida 33401.

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

Signed this 14 day of February, 2005.

General Partner:
West Palm Beach Housing Authority at
MerryPlace, Inc.

By:


Laurel Robinson, Executive Director

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