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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

MADISON HOUSING, LTD.

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MADISON HOUSING, LTD.**

Pursuant to the provisions of Section 620.109 of the Florida Statutes, Madison Housing, Ltd., a Florida limited partnership, whose certificate was filed with the Florida Department of State on May 8, 2006, adopts the following certificate of amendment to its certificate of limited partnership:

1. Article 4 is being amended to read as follows:

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

Madison Housing LLC
c/o Gatehouse Group, Inc.
120 Forbes Boulevard
Mansfield, Massachusetts 02048

MTZ Madison LLC
301 Northwest 9th Street
Miami, Florida 33136

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

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 as of the 1st day of June, 2006.


MTZ MADISON LLC, a Florida
limited liability company, a General Partner

By: Mt. Zion Developments, Inc., its Member

By: 
Ralph M. Ross, President

MADISON HOUSING LLC, a Florida
limited liability company, a General Partner

By: The Gatehouse Group, Inc., its Manager

By: 
Nikul Inamdar, Vice President

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