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**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
FOUNTAINS AT FALKENBURG II, L.L.L.P.**

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JAN - 2 2013

EXAMINER

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**AMENDMENT TO
CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
FOUNTAINS AT FALKENBURG II, L.L.L.P.**

Pursuant to the provisions of §620.1202, *Florida Statutes*, the undersigned, constituting the former and current general partners of FOUNTAINS AT FALKENBURG II, L.L.L.P., a Florida limited liability limited partnership (the "Partnership"), submits the following:

1. The current name of the Partnership is FOUNTAINS AT FALKENBURG II, L.L.L.P.
2. The date of the filing of the original certificate of limited liability limited partnership of the Partnership was March 2, 2007 (the "Certificate").
3. Paragraph 3 of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:

3. The name and business address of the general partner is:

SAS FOUNTAINS AT FALKENBURG II MANAGERS, L.L.C., a Florida limited liability company
700 West Morse Blvd., Suite 101
Winter Park, Florida 32789

The Certificate has been executed by the undersigned this 31st day of December, 2012.

FORMER GENERAL PARTNER:

FOUNTAINS AT FALKENBURG II MANAGERS, L.L.C., a Florida limited liability company

By: [Signature]
Paul M. Missigian, Manager

GENERAL PARTNER:

SAS FOUNTAINS AT FALKENBURG II MANAGERS, L.L.C., a Florida limited liability company

By: Southern Affordable Services, Inc., a Florida non-profit corporation, its sole member

By: [Signature]
Jay P. Brock, Executive Vice President