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: MORGAN LEWIS & BOCKTÜS LLP

Account Number: 076077003570

Phone Fax Number : (305)579-0300 : (305)579-0321

LIMITED PARTNERSHIP AMENDMENT

NEIGHBORHOOD DEVELOPMENT OF MIAMI, LTD.

| Certificate of Status | 0 |
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CERTIFICATE OF AMENDMENT TO AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP OF NEIGHBORHOOD DEVELOPMENT OF MIAMI, LTD.

Pursuant to the provisions of Section 620.109, Florida Statutes, this Florida limited partnership, whose original Certificate of Limited Partnership was filed with the Florida Department of State on June 9, 1980, which was amended and restated on October 6, 1980, adopts the following Certificate of Amendment to its Amended and Restated Certificate of Limited Partnership:

FIRST: Amendment(s):

The Amended and Restated Certificate of Limited Partnership is amended by deleting Article III in its entirety and by inserting, in lieu thereof, the following new Article III:

ARTICLE III

NAME

The Partnership business shall be conducted under the name of Neighborhood Development, Ltd., or such other name as the Managing Partner shall hereafter designate by written notice to the Partners.

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

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Amended and Restated Certificate of Limited Partnership as of this 4th day of August, 2003.

By its general partner, PROJECT ADVISERS CORP., a Florida corporation

Title: President

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