

Division of Corporations

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**A08984**

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 205-0383

From:  
Account Name : MORGAN LEWIS & BOCKIUS LLP  
Account Number : 076077003570  
Phone : (305) 579-0300  
Fax Number : (305) 579-0321

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DIVISION OF CORPORATION

**A08984**

**LIMITED PARTNERSHIP AMENDMENT**

**NEIGHBORHOOD DEVELOPMENT, LTD.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 AUG 11 AM 8:52  
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Certificate of Status	0
Certified Copy	0
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**CERTIFICATE OF AMENDMENT  
TO  
AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
NEIGHBORHOOD DEVELOPMENT, 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, and has been amended from time to time, adopts the following Certificate of Amendment to its Amended and Restated Certificate of Limited Partnership:

**FIRST:** The Amended and Restated Certificate of Limited Partnership is amended by deleting Exhibit "A" in its entirety and by inserting, in lieu thereof, the following new Exhibit "A" referenced below:

**EXHIBIT "A"**

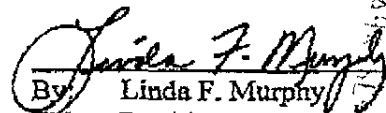
**CLASS "C" PARTNERS**

<u>Name</u>	<u>Contribution</u>	<u>Percentage Interest</u>
Linda F. Murphy	\$1,500,000	87.425%

**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 6th day of August, 2003.

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

  
By: Linda F. Murphy  
Title: President

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