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FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.  
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NAME: CURIOSITY CREEK APARTMENTS, LTD.

AUDIT NUMBER.....H98000004674

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

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**CERTIFICATE OF AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP OF  
CURIOSITY CREEK APARTMENTS, LTD.  
A FLORIDA LIMITED PARTNERSHIP**

In accordance with Section 620.101 of the Florida Statutes the undersigned, desiring to amend the Certificate of Limited Partnership (the "Certificate") and the Agreement of Limited Partnership for the above-named Florida limited partnership (the "Partnership"), hereby certifies as follows:

1. Name. The name of the Partnership is CURIOSITY CREEK APARTMENTS, LTD.
2. Filing of Certificate. The Certificate was filed on January 22, 1982 with the Florida Department of State.
3. Document Number. The Document Number for the Partnership is A11991.
4. Amendment. The Certificate is hereby amended as follows:
  1. Baron Capital LXXXV, Inc., located at 7826 Cooper Road, Cincinnati, Ohio 45242 is hereby added, and hereafter shall be the sole general partner of the Partnership.
  2. Baron Capital XXVII, Inc. hereby withdraws as a general partner of the Partnership.

IN WITNESS our hands and seals this 9th day of March, 1998.

**NEW GENERAL PARTNER:**

BARON CAPITAL LXXXV, INC.,  
a Florida corporation

By: [Signature]  
Gregory K. McGrath, President

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**WITHDRAWING GENERAL PARTNER:**

BARON CAPITAL XXVII, INC.,  
a Florida corporation

By: [Signature]  
Gregory K. McGrath, President

Robert S. Geiger, Esq.  
GEIGER, KASDIN, HELLER, KUPERSTEIN,  
CHAMES & WEIL, P.A.  
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FA# H98-4674

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