

Division of Corporations

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# A13045

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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**To:**

Division of Corporations  
Fax Number : (850) 922-4003

**From:**

Account Name : LEVINE & PARTNERS, P.A.  
Account Number : 074677001117  
Phone : (305) 372-1350  
Fax Number : (305) 372-1352

**LIMITED PARTNERSHIP AMENDMENT****SOUTHGATE APARTMENTS, LTD.**

## A13045

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$61.25

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

CERTIFICATE OF AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP OF  
SOUTHGATE APARTMENTS, LTD.  
A FLORIDA LIMITED PARTNERSHIP

In accordance with the applicable provisions 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 certify as follows:

1. NAME. The name of the Partnership is SOUTHGATE APARTMENTS, LTD
2. FILING OF CERTIFICATE. The original Certificate was filed on August 25, 1982 with the Florida Secretary of State and was amended on October 15, 1984, February 11, 1985, October 24, 1985, September 11, 1986, December 30, 1987, April 13, 1989, April 30, 1990, May 17, 1991, January 13, 1995 and July 22, 1998. The File Number of the Partnership is A13045.
3. AMENDMENT. The Certificate is hereby amended as follows:
  - a. EQUITY RESIDENTIAL PROPERTIES TRUST, a Maryland real estate investment trust, successor to LEXFORD RESIDENTIAL TRUST, a Maryland real estate investment trust, is hereby removed as the general partner of the Partnership and SOUTHGATE ENTERPRISES, INC., a Delaware corporation doing business in the State of Florida under the name Southgate Enterprises of Delaware, Inc. shall be the sole general partner of the Partnership from and after the date hereof.
  - b. The principal address and the mailing address of the general partner, SOUTHGATE ENTERPRISES, INC., is 3250 Mary Street, Suite 306, Miami, Florida 33133.  
F-184
  - c. The principal office and mailing address of the Partnership is 3250 Mary Street, Suite 306, Miami, Florida 33133.
  - d. The address of the registered office and name of the registered agent for service of process required to be maintained under Florida law is: ALAN W. LEVINE, ESQ., 1110 Brickell Avenue, 7th Floor, Miami, Florida 33131.
4. The foregoing Certificate of Amendment was adopted by the general partner of the Partnership, and has been executed by the withdrawing general partner and the substitute general partner. This Amendment is effective upon complete execution of this Certificate of Amendment, provided it is subsequently filed for record at the office of the Secretary of State of Florida, and upon such execution, this Amendment shall be deemed complete and such Certificate of Amendment shall become a provision of the Partnership Agreement and of the Certificate of Limited Partnership.

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WITNESS our hands and seals this 10<sup>th</sup> day of January, 2000.

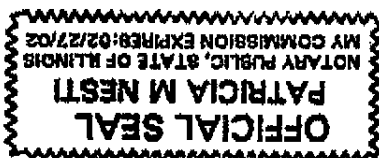
## WITHDRAWING GENERAL PARTNER:

EQUITY RESIDENTIAL PROPERTIES TRUST, a  
Maryland real estate investment trust, as successor to  
LEXFORD RESIDENTIAL TRUSTJennifer Rensch  
Caryn DeLaFaulxBy: [Signature]  
Name: YASMINA RAHAL  
Title: VICE PRESIDENTSTATE OF Illinois  
COUNTY OF Cook

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of January, 2000  
by Yasmina Rahal as Vice President of EQUITY RESIDENTIAL PROPERTIES  
TRUST, a Maryland real estate investment trust and he/she acknowledged executing the same in  
the presence of two subscribing witnesses freely and voluntarily under authority duly vested in  
him/her by said real estate investment trust. He/She is personally known to me.

[Signature]  
Notary Public, State of 2/27/02

My Commission Expires:

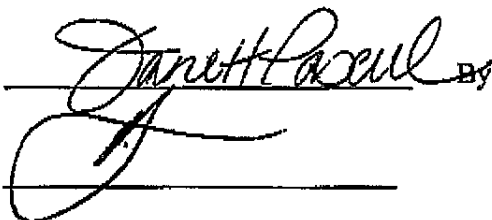



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SUBSTITUTED GENERAL PARTNER:

SOUTHGATE ENTERPRISES, INC., Delaware  
corporation

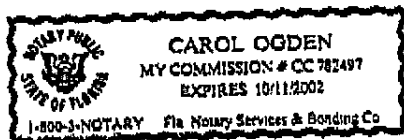
 By:   
Paul C. Steinfurth, President

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of January, 2000 by PAUL C. STEINFURTH, as President of SOUTHGATE ENTERPRISES, INC., a Delaware corporation, and he acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in him by said corporation. He is personally known to me.

My Commission Expires: 10/11/02

  
Notary Public, State of Florida



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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR SOUTHGATE APARTMENTS, LTD. AT THE PLACE DESIGNATED IN THIS CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP, I HEREBY AGREE TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW RELATIVE TO KEEPING OPEN SAID OFFICE.

A handwritten signature in black ink, appearing to read 'ALAN W. LEVINE', is written over a horizontal line.

ALAN W. LEVINE, ESQ.  
REGISTERED AGENT

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