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CT C	orporation System
Request	or's Name
660	East Jefferson Street
Address	

Tallahassee, FL 32301 (850)222-1092 City State Zip Phone

CR2E031 (1-89)

CORPORATION(S) NAME

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W.P. Verifier	*	1 1

CERTIFICATE OF AMENDMENT TO

APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA FOR WINTER OAKS PARTNERS, LTD., (L.P.)

Pursuant to the provisions of Section 620.173, Florida Statutes, this foreign limit partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

- Paragraphs 5, 6, 7 and 8 of the Application by Foreign Limited Partnership for Authorization to Transact Business in Florida are deleted in their entirety and the following substituted in lieu thereof:
 - "5. The name of the Registered Agent for Service of Process is:

CT Corporation System

6. The address of Registered office:

1200 South Pine Island Road, Plantation, Florida 33324

7. Acceptance by the Registered Agent for Service of Process:

> CONNIE BRYAN SPECIAL ASSISTANT SECRETARY (Agent must sign on this line)

8. Address of registered office in State of formation or, if not required, address of principal office:

> CT Corporation System, 1201 Peachtree Street, N.E. Atlanta, Georgia 30361"

Paragraph 9 of the Application by Foreign Limited Partnership for Authorization to Transact Business in Florida is deleted in its entirety and the following substituted in lieu thereof:

NAME OF GENERAL PARTNERS

STREET ADDRESS

MMA Successor I, Inc., a Maryland corporation authorized to transact business

In Florida

218 North Charles Street Suite 500

Baltimore, Maryland 21201

[Signature Page Follows]

The foregoing amendment has been executed by the undersigned this 8th day of November 1999.

WITHDRAWING GENERAL PARTNER

WINTER OAKS, L.P., a Delaware limited partnership authorized to transact business in Florida, Withdrawing General Partner

By: WINTER OAKS, L.L.C., a Delaware limited liability company, its General Partner

By:

Name: Michael TButher.
Title: Manager

NEWLY ADMITTED GENERAL PARTNER,

MMA SUCCESSOR I, INC.

Name: I homes R 180665

Title:

STATE OF Maryland

CHTY/COUNTY OF Rollinge

On this day of November, 1999, Michael T. Rutter, Manager of Winter Oaks, L.L.C., General Partner of Winter Oaks, L.P., Withdrawing General Partner of Winter Oaks Partners, Ltd., (L.P.), personally appeared before me to be the individual who executed the foregoing instrument, and who acknowledged before me that he/she executed the same, and who is personally known to me or has produced ______ as identification.

KARLA D. SMOOT NOTARY PUBLIC STATE OF MARYLAND County of Baltimore My Commission Expires April 8, 2001

Notary Public

My Commission Expires: april 8, 2001

Print, type or stamp name of notary

STATE OF Waryland	
COUNTY OF Baltimore.	0000
On this 8th day of November, 1999, Thomas R. Hobbs, Vice President	S. Carlo
of MMA Successor I, Inc., Newly Admitted General Partner of Winter Oaks Partners, Ltd., (L.P.), personally appeared before me to be the individual who executed the foregoing	S OF
instrument, and who acknowledged before me that he/she executed the same, and who is	-
personally known to me or has produced as identification.	

KARLA D. SMOOT NOTARY PUBLIC STATE OF MARYLAND County of Baltimore My Commission Expires April 8, 2001

Notary Public

My Commission Expires: Opul 8,2001
Print, type or stamp name of notary