



A22025

ACCOUNT NO. : 072100000032

REFERENCE : 668706 128671A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 52.50

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 APR 27 AM 9:28

ORDER DATE : April 19, 2000

ORDER TIME : 2:32 PM

ORDER NO. : 668706-035

CUSTOMER NO: 128671A

CUSTOMER: Ms. Mireya Koger
Levine & Partners, P.A.
7th Floor
1110 Brickell Avenue
Miami, FL 33131

4/27

100003228001--7

DOMESTIC AMENDMENT FILING

NAME: THE FALLS PROPERTIES I, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

(3)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

hjk

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

4/27

FILE 184

CERTIFICATE OF AMENDMENT TO CERTIFICATE AND AGREEMENT OF
LIMITED PARTNERSHIP OF

THE FALLS PROPERTIES I, LTD.,
a Florida limited partnership

THIS CERTIFICATE OF AMENDMENT is made as of the 21st day of April,
2000 by BARON FALLS MANAGEMENT, LLC (the "General Partner").

WHEREAS, General Partner is the sole general partner of THE FALLS
PROPERTIES I, LTD., a Florida limited partnership (the "Partnership"); and

WHEREAS, the Partnership is created and governed by a Certificate and
Agreement of Limited Partnership which was filed with the Florida Secretary of State on
February 11, 1986 under Document No. A22025 (the "Partnership Agreement"); and

WHEREAS, pursuant to the authority granted to the General Partner to make
certain amendments to the Partnership Agreement, the General Partner wishes to further
modify and amend the Partnership Agreement in the manner set forth herein.

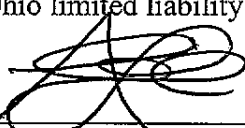
NOW THEREFORE, in consideration of Ten (\$10.00) Dollars in hand paid and
other good and valuable consideration, the receipt and sufficiency of which is
conclusively acknowledged, the Partnership Agreement is amended in the following
manner:

1. The Partnership Agreement, is modified hereby to reflect the substitution
of REI FINANCIAL, INC., as General Partner, with BARON FALLS
MANAGEMENT, LLC., an Ohio limited liability company, as sole
General Partner, whose address is One East Livingston Avenue,
Columbus, Ohio 43215-5700.
2. The Partnership Agreement is ratified and confirmed in all respects. This
Amendment may be executed in any number of counterparts, each of
which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the General Partner has duly executed this
Amendment effective as of the day and year first above written.

GENERAL PARTNER:

BARON FALLS MANAGEMENT, LLC,
an Ohio limited liability company

By: 
Alan W. Levine, Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 27 AM 9:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 27 AM 9:28

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

THE FOREGOING INSTRUMENT was acknowledged before me this 21st day of April, 2000 by Alan W. Levine, Esq., as Secretary of Baron Falls Management, LLC, an Ohio limited liability company, as sole General Partner of The Falls Properties I, Ltd., a Florida limited partnership, who is personally known to me or has produced _____ as identification.

My Commission Expires:

Mireya P. Koger
NOTARY PUBLIC, State of Florida



Mireya P. Koger
MY COMMISSION # CC755691 EXPIRES
September 13, 2002
BONDED THRU TROY FAIN INSURANCE, INC.