

A 23127

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660 EAST JEFFERSON STREET

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TALLAHASSEE, FL 32301

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City State Zip Phone

CORPORATION(S) NAME

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Hillside Trace Apartments, Ltd.

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
HILLSIDE TRACE APARTMENTS, LTD.**

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on August 28, 1986, (A23127), adopts the following certificate of amendment to its certificate of limited partnership:

FIRST:

1. Lexford Residential Trust, successor-in-interest by merger to Lexford, Inc., formerly known as Cardinal Realty Services, Inc., is removed as a general partner of the limited partnership.
2. Lexford GP, L.L.C., whose address is 6954 Americana Parkway, Reynoldsburg, Ohio 43068 is hereby added as an additional general partner of the limited partnership.

M 98-497

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

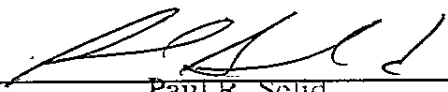
Signature of current general partner:

LEXFORD GP, L.L.C., General Partner

By: LEXFORD PROPERTIES, L.P., its Managing Member

By: LEXFORD PARTNERS, L.L.C., its General Partner

By: LEXFORD RESIDENTIAL TRUST, its
Managing Member

By: 
Paul R. Selid
Vice President
Its: _____