



THE UNITED STATES
CORPORATION
COMPANY

A25521

ACCOUNT NO. : 072100000032

REFERENCE : 463172 5416A

AUTHORIZATION : *Patricia Piggitt*

COST LIMIT : \$105.00

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ORDER DATE : November 4, 1999

ORDER TIME : 1:44 PM

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ORDER NO. : 463172-005

CUSTOMER NO: 5416A

CUSTOMER: Ms. Linda Burr
Cramer Haber & McDonald, P.a.
1311 North Church Avenue

Tampa, FL 33607

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DOMESTIC AMENDMENT FILING

NAME: DEERFIELD APARTMENTS, LTD.

FILE FIRST**

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

NYC 11/4/99

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

DEERFIELD APARTMENTS, LTD.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on Nov. 25, 1987, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 3. General Partner is being amended to reflect the resignation of the current general partner, Cumberland Real Estate Holdings, Inc. and being replaced by 1171 South Lane Corporation, whose business address is 4311 W. Waters Avenue, Suite 402, Tampa, FL 33614.

P99000090045

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: CUMBERLAND REAL ESTATE HOLDINGS, INC.

By: [Signature]

Title: Mgr. Partner

Signature(s) of new general partner(s), if applicable:

1171 SOUTH LANE CORPORATION

By: [Signature]

Title: Partner