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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.
CONTACT: KAREN L DIDEA
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NAME: PICERNE WEST PALM PARTNERS, LTD.

AUDIT NUMBER.....H98000017060

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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Please note that I am filing Amendments to
Certificates for Harbour Key Associates Limited
Partnership (audit # H98000017062) and for
Village Boulevard Associates Limited Partnership
(audit # H98000017063) now as well, and
the Amendments need to be filed in this
order.

Please call Kelly Cottrill at 407/418-6389 if
you have questions. Thank you.

H98000017060

**AMENDMENT TO CERTIFICATE
OF LIMITED PARTNERSHIP OF
PICERNE WEST PALM PARTNERS, LTD.**

The undersigned General Partners of PICERNE WEST PALM PARTNERS, LTD. ("Partnership"), pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Section 620.109, Florida Statutes, hereby make and file with the Secretary of State of the State of Florida this Amendment to Certificate of Limited Partnership for the purpose of amending the Certificate of Limited Partnership of the Partnership as originally filed with the Secretary of State of the State of Florida on September 30, 1988 and assigned limited partnership document number A27143.

1. NAME OF PARTNERSHIP. The name of the Partnership is PICERNE WEST PALM PARTNERS, LTD.

2. AMENDMENT. The Certificate of Limited Partnership is amended as follows:

a. Paragraph 2 entitled "Location of Principal Place of Business" is hereby deleted and replaced with the following:

"2. Location of Principal Place of Business. The principal place of business of the partnership is 247 North Westmonte Drive, Altamonte Springs, Florida 32714 or at such other place or places as the General Partner shall from time to time determine."

b. Paragraph 4 entitled "Name and Address of Each General Partner" is hereby deleted and replaced with the following:

This document was prepared by:
W. Terry Costolo, Esq.

Florida Bar Number: 0712523
Lowndes, Drexel, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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H98000017060

"4. Name and Business Address of the General Partner:

A. Picerne West Palm Beach Development, Inc.
247 North Westmonte Drive
Altamonte Springs, Florida 32714

998-78906

c. Paragraph 5 entitled "Mailing Address of the Limited Partnership" is hereby deleted and replaced with the following:

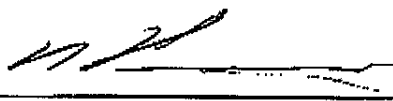
"5. Mailing Address of the Limited Partnership:

247 North Westmonte Drive
Altamonte Springs, Florida 32714
Attention: Robert M. Picerne, President of
of Picerne West Palm Beach Development, Inc.

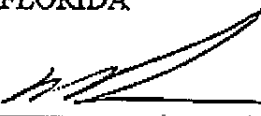
3. WITHDRAWAL OF GENERAL PARTNERS. Effective upon the filing of this Amendment, Robert M. Picerne and Picerne Development Corporation of Florida shall be withdrawn as general partners of the Partnership and shall be replaced with Picerne West Palm Beach Development, Inc.

EXECUTED this 11th day of September, 1998.

WITHDRAWING GENERAL PARTNERS


Robert M. Picerne

PICERNE DEVELOPMENT CORPORATION
OF FLORIDA

By: 
Its: President

H98000017060

REPLACEMENT GENERAL PARTNER:

Picerne West Palm Beach Development, Inc.

By: 

Robert M. Picerne, President