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Mail out NEW FILINGS Profit NonProfit	Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/ Dire	Certificate of Status L TAX FILING 52.70
Mail out NEW FILINGS Profit NonProfit Limited Liability	Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/ Dire Change of Registered Agent	Certificate of Status L TAX FILING 52.70
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Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report	AMENDMENTS Amendment Resignation of R.A., Officer/ Dire Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign Limited Partnership	Certificate of Status L TAX FILING 52.70
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AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP OF

BFC/ARBOR ASSOCIATES, LTD.

a Florida limited partnership

THE UNDERSIGNED, being all of the general partners of BFC/ARBOR ASSOCIATES, LTD., a Florida limited partnership ("the Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on March 15, 1991, hereby amend said Certificate of Limited Partnership of the Partnership as follows:

Section IV is hereby deleted in its entirety and the following is substituted therefor:

IV. Name and Address of the General Partner.

The name and address of the General Partner is:

BFC/ARBORS LLC 433 Plaza Real, Suite 335 Boca Raton, FL 33432

M9740460545

Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

This amendment is being filed within thirty (30) days after the withdrawal of BFC/Arbor Associates, Inc., general partner, which occurred on August 29, 1997.

The execution of this certificate by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Certificate of Limited Partnership of BFC/ARBOR ASSOCIATES, LTD., this 3rd day of September, 1997.

GENERAL PARTNER:

BFC/ARBORS LLC, a Delaware limited liability company

BY: CROCKER REALTY TRUST, L.P., a Delaware

limited partnership, Member

BY: CROCKER PARTNERS, L.P., General

Partner

BY: CROCKER PARTNERS, INC., Its

General Partner

Thomas V. Crocker, President

WITHDRAWING GENERAL PARTNER:

BFC/ARBOR ASSOCIATES, INC., a Florida corporation

Thomas J. Crocker, President

SECRETARY OF STATEMS
DIVISION OF CORPORATIONS