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Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal)
Annual Report Fictitious Name Name Reservation	Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION 2977 177 177 177 177 177 177 177 177 177	
PR2E031(1/95)	Other Examiner's Initials	

AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP OF

ARBORS ASSOCIATES, LTD.

a Florida limited partnership



THE UNDERSIGNED, being all of the general partners of Arbors 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, Florida 33432

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 general partner, BFC/Arbor Associates, Ltd. which occurred on October 31, 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 has executed this Amendment to the Certificate of Limited Partnership of Arbor Associates, Ltd., this 19 day of November, 1997.

GENERAL PARTNER:

BFC/ARBORS LLC, a Delaware limited liability company

Thomas I Crocker Manage

WITHDRAWING GENERAL PARTNER:

BFC/ARBOR ASSOCIATES, LTD., a Florida limited partnership

BY: BFC/ARBORS LLC, a Delaware limited liability company

BY.

Thomas J. Crocker, Manager

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SECRETARY OF STATE