



THE UNITED STATES  
CORPORATION  
COMPANY

# A31 730

ACCOUNT NO. : 072100000032

REFERENCE : 609170 4381472

AUTHORIZATION

*Patricia Pignatelli*

COST LIMIT : \$ 52.50

ORDER DATE : March 2, 2000

ORDER TIME : 1:36 PM

600003155146--2

ORDER NO. : 609170-195

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant  
Broad And Cassel  
Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

(2)

DOMESTIC AMENDMENT FILING

NAME: MANATEE WOODS APARTMENTS, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
00 MAR -2 PM 4:51

RECEIVED  
00 MAR -2 PM 2:23  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*BK 3/2/00*

**AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP OF  
MANATEE WOODS APARTMENTS, LTD.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR -2 PM 4:51

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting the general partners of MANATEE WOODS APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The current name of the Partnership is MANATEE WOODS APARTMENTS, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was April 16, 1997.
3. The Registered Agent of the Partnership hereby desires to amend and restate, in its entirety, its "Acknowledgment of Registered Agent" statement contained on page 2 of the original Certificate of Limited Partnership as follows:

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for Manatee Woods Apartments, Ltd. the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership, and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Section 620.192, Florida Statutes.

**B&C CORPORATE SERVICES  
OF CENTRAL FLORIDA, INC., a  
Florida corporation**

By: \_\_\_\_\_

Janice C. Myers,  
Vice President

Executed effective as of the 26 day of Feb, 2000

**GENERAL PARTNERS:**

**CED CAPITAL HOLDINGS II, LTD., a FL limited  
partnership, its general partner**

By: **CED CONSTRUCTION, INC., a FL corporation, its  
managing general partner**

By: \_\_\_\_\_

Michael J. Sciarrino, President

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