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A32603

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 22 PM 2: 59

May 21, 1997

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Amendment to Certificate of Limited
Partnership of Lost Creek Partnership, Ltd.

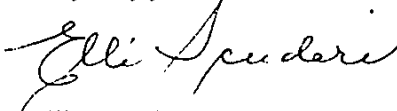
400002188684--7
-05/22/97--01117-001
****105.00 ****105.00

Dear Sir or Madam:

Enclosed please find original Amendment to Certificate of Limited Partnership of Lost Creek Partnership, Ltd. to be registered with your office. Also enclosed is our check in the amount of \$105.00, payable to Secretary of State representing \$52.50 for the filing fee and \$52.50 for a certified copy of the enclosed Amendment.

For your convenience in returning the certified copy, we enclose a stamped, self-addressed envelope. Thank you for your assistance in this matter.

Very truly yours,



Elli Scuderi
Corporate Secretary

Enclosures

A32603

KWM



We care about you.

**AMENDMENT TO CERTIFICATE
OF LIMITED PARTNERSHIP OF
LOST CREEK PARTNERSHIP, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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The undersigned General Partner of Lost Creek Partnership, Ltd. (the "Partnership"), pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Section 620.109, Florida Statutes, hereby makes and files 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 February 17, 1992 (the "Certificate") and assigned limited partnership number A32603, as the same was amended by amendment filed on March 12, 1996.

1. NAME OF PARTNERSHIP. The name of the Partnership is Lost Creek Partnership, Ltd.

2. AMENDMENTS. The Certificate, as heretofore amended, is further amended as follows:

a. Under the terms of the Limited Partnership Agreement of the Partnership and Paragraph 6 of the Certificate, the latest date upon which the Partnership is to be dissolved is December 31, 1997; such ultimate dissolution date is hereby extended to December 31, 2000.

b. The following provision is added to the Certificate as amended:
Any General Partner of the Partnership may, from time to time, appoint one or more persons as the agent and attorney-in-fact of such General Partner for the purpose of executing and delivering on behalf of such General Partner, in its capacity as a General Partner of the Partnership,

such deeds, affidavits and other instruments as may be necessary for the Partnership to convey its real property and any instruments executed by any such agent shall be of the same force and effect as if the same had been duly executed by the General Partner. Any such agent shall be appointed by an instrument duly executed by the General Partner, which shall be filed for record in the public records of the county(ies) in the State of Florida in which the Partnership's real properties are located and any appointment shall remain in full force and effect as to each such county until revoked by an instrument duly executed by the General Partner and recorded in the public records of such county.

Executed this 24th day of April, 1997.

GENERAL PARTNER

LC GP, INC.

By: Donald Chaiken
Donald Chaiken
Its President