

A93000001200



ACCOUNT NO. : 072100000032

REFERENCE : 648905 80640A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 105.00

ORDER DATE : December 24, 1997

ORDER TIME : 10:53 AM

ORDER NO. : 648905-005

CUSTOMER NO: 80640A

CUSTOMER: Christopher Fear, Esq
Lane Trohn Clarke Bertrand
One Lake Morton Drive

Lakeland, FL 33801

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 24 PM 3:42

700002382567--5

DOMESTIC AMENDMENT FILING

NAME: SPRINGBROOK COMMONS, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

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A93-1200

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
SPRINGBROOK COMMONS, LTD.**

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This Amendment to Certificate of Limited Partnership of Springbrook Commons, Ltd., a Florida limited partnership, is made pursuant to Section 620.109 of the Florida Statutes, as follows:

1. The name of the limited partnership is Springbrook Commons, Ltd., a Florida limited partnership (the "Partnership").

2. The Certificate of Limited Partnership for the Partnership was filed on November 18, 1993, Document No. A93000001200.

3. The Certificate of Limited Partnership for the Partnership is amended for the purpose of deleting the following withdrawing general partner who is no longer a general partner in the Partnership:

AFFORDABLE LANDMARKS FOR LIVING, INC.,
a Florida corporation

4. The Certificate of Limited Partnership for the Partnership is further amended to reflect that GHG Springbrook, Inc., a Massachusetts corporation authorized to transact business in the State of Florida is the Managing General Partner of the Partnership and that GHG Southeast Investors, LLC, a Massachusetts limited liability company authorized to transfer business in the State of Florida is an Associate General Partner of the Partnership.

5. The Certificate of Limited Partnership is further amended to reflect that the name and address of the agent for service of process required to be maintained pursuant to Section 620.105 of the Florida Statutes, and the registered office required to be maintained by Section 620.192 of the Florida Statutes, for the Partnership is changed from John A. Attaway, Jr., Esquire, at One Lake Morton Drive, Lakeland, FL 33801, to the following:

Name: Christopher M. Fear, Esquire
Address: One Lake Morton Drive
Lakeland, FL 33801

Signed this ____ day of December, 1997.

GHG SPRINGBROOK, INC., a Massachusetts corporation, Managing General Partner,

By: 

Marc S. Plonskier, its President

Commonwealth of Massachusetts
STATE OF FLORIDA
COUNTY OF POLK

County of Suffolk

THE FOREGOING INSTRUMENT was acknowledged before me this 22nd day of December, 1997, by Marc S. Plonskier as President of GHG Springbrook, Inc., a Massachusetts corporation, on behalf of such corporation, who is personally known to me or who has produced _____ as identification.

(Affix Notary Seal)


NOTARY PUBLIC, State at Large

SARITA D. NEUFELD


(Type or Print Name of Notary)

My Commission Expires: 3/13/98

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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT FOR SERVICE OF PROCESS**

The undersigned having been designated the Agent for service of process pursuant to Section 620.105, Florida Statutes, and the Registered Agent pursuant to Section 620.192, Florida Statutes, for SPRINGBROOK COMMONS, LTD., a Florida limited partnership, does hereby accept such designation for the obligations provided for in Section 620.105 and 620.192, Florida Statutes.

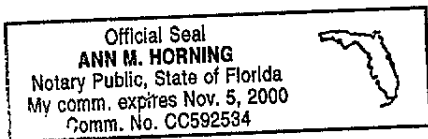


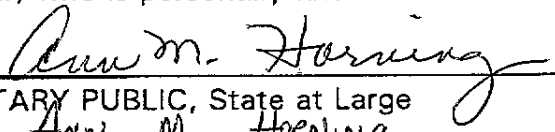
CHRISTOPHER M. FEAR

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING INSTRUMENT was acknowledged before me this 23rd day of December, 1997, by Christopher M. Fear, who is personally known to me.

Affix Notary Seal)





NOTARY PUBLIC, State at Large
Ann M. Horning

(Type or Print Name of Notary)
My Commission Expires:

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