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FILED  
01 SEP 24 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 20, 2001

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Harbor Apartments, Ltd. - Charter #94000000067  
LaCita of Brevard, Ltd. - Charter #A93000000539

Dear Sir/Madam:

Enclosed for filing please find the following original documents:


1. Amended Certificate of Limited Partnership of Harbor Apartments, Ltd.;
2. Amended Certificate of Limited Partnership of LaCita of Brevard, Ltd.; and
3. Statement of Change of Registered Office and Registered Agent.

Our check in the amount of \$140.00 is also enclosed for your fees for filing these documents.

Thank you for your assistance. Please contact me if you have any questions regarding this filing.

Very truly yours,

HOLLAND & KNIGHT LLP

  
Marsha L. Spinella,  
Sr. Legal Secretary

Enc.

STP1 #418529 v1

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-09/24/01-01128-002  
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\$52.50

AMENDED CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HARBOR APARTMENTS, LTD.

The undersigned makes this Certificate pursuant to Section 620.109, Florida Statutes.

ARTICLE I.  
NAME

The name of the limited partnership is: Harbor Apartments, Ltd.

ARTICLE II.  
DATE OF FILING

The Certificate of Limited Partnership was filed on January 11, 1994 and assigned document number A94000000067.

ARTICLE III.  
AMENDMENT

The Certificate of Limited Partnership is further amended as follows:

(a) WRH Properties, Inc. has withdrawn as a general partner of the limited partnership. Subsequent to the withdrawal, Polyeder, Inc. is the sole general partner of the limited partnership. Therefore, the Certificate of Limited Partnership is amended to delete any reference to WRH Properties, Inc., and further amended to read as follows:

2. Statutory Office. The address of the office required to be maintained by the Limited Partnership by Section 620.105(1), Florida Statutes, is:

Harbor Apartments, Ltd.  
444 Seabreeze Boulevard, Suite 600  
Daytona Beach, Florida 32118

4. General Partners. The name, business and mailing address of the sole General Partner of the Limited Partnership is:

Polyeder, Inc.  
444 Seabreeze Boulevard, Suite 600  
Daytona Beach, Florida 32118

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5. Limited Partnership Mailing Address. The mailing address for the Limited Partnership is:

Harbor Apartments, Ltd.  
444 Seabreeze Boulevard, Suite 600  
Daytona Beach, Florida 32118

(b) In all other respects, the Certificate of Limited Partnership shall remain in full force and effect.

EXECUTED by the continuing General Partner this 31<sup>st</sup> day of Aug, 2001.

HARBOR APARTMENTS, LTD., a Florida  
limited partnership

By: POLYEDER, INC., a Florida corporation,  
as sole general partner

By: [Signature]

Print Name: ROLF HIGARDEY

Title: PRESIDENT

STP1 #409436 v1

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