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075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN  
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(305)350-2446

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NAME: LENNAR MOTE RANCH, LTD.  
AUDIT NUMBER.....H97000017891  
DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT  
CERT. OF STATUS..1 PAGES..... 2  
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A94-233

CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
LENNAR MOTE RANCH, LTD.

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TALLAHASSEE, FLORIDA

The undersigned, LENNAR MOTE RANCH, INC., a Florida corporation, being the withdrawing general partner of LENNAR MOTE RANCH, LTD., a Florida limited partnership (the "Limited Partnership"), and LL PARTNERS, INC., a Nevada corporation, being the newly admitted general partner of the Limited Partnership, both of which being desirous of amending the Certificate of Limited Partnership of the Limited Partnership, as heretofore amended, as filed with the Secretary of State of the State of Florida, hereby state as follows:

1. The name of the limited partnership is LENNAR MOTE RANCH, LTD. (the "Limited Partnership").
2. The Limited Partnership was formed as a limited partnership under the laws of the State of Florida on February 24, 1994, the date on which a Certificate of Limited Partnership of the Limited Partnership was filed with the Secretary of State of the State of Florida under Document No. A9400000233.
3. Through mesne assignments, LL PARTNERS, INC., a Nevada corporation having a mailing address of 700 N.W. 107th Avenue, Miami, Florida 33172, has been admitted as a general partner of the Limited Partnership.
4. Following the admission of LL PARTNERS, INC., a Nevada corporation, as a general partner of the Limited Partnership, LENNAR MOTE RANCH, INC., a Florida corporation having a mailing address of 700 N.W. 107th Avenue, Miami, Florida 33172, then a general partner of the Limited Partnership, withdrew from the Limited Partnership.
5. The partners of the Limited Partnership have agreed to continue the business of the Limited Partnership pursuant to Section 620.157, Florida Statutes.

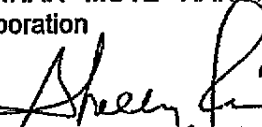
This instrument prepared by:  
Brian L. Bilzin, Esquire  
Florida Bar No. 244252  
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
2500 First Union Financial Center  
Miami, Florida 33131-2336  
Telephone: 305-374-7580

Fax Audit No. H97-17891

IN WITNESS WHEREOF, this Certificate of Amendment to Certificate of Limited Partnership of the Limited Partnership has been duly executed by each of the withdrawing general partner and the newly-admitted sole general partner of the Limited Partnership as of the 28<sup>th</sup> day of October, 1997.

WITHDRAWING GENERAL PARTNER:

LENNAR MOTE RANCH, INC., a Florida corporation

By:   
Print Name: Shelly Rubin  
Vice President

[CORPORATE SEAL]

SOLE GENERAL PARTNER:

LL PARTNERS, INC., a Nevada corporation

By:   
Cory J. Boydston, President

[CORPORATE SEAL]

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