

A94000000431



ACCOUNT NO. : 072100000032

REFERENCE : 609170 4381472

AUTHORIZATION :

COST LIMIT : \$ 52.50

ORDER DATE : March 2, 2000

ORDER TIME : 11:50 AM

ORDER NO. : 609170-120

100003154911--5

CUSTOMER NO: 4381472

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

DOMESTIC AMENDMENT FILING

NAME: COMMANDER PLACE HOUSING, 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:

RECEIVED
00 MAR -2 PH 1:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAR -2 PM 3:01
TALLAHASSEE, FLORIDA

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**AMENDMENT TO AMENDED & RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
COMMANDER PLACE HOUSING, LTD.**

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

1. The current name of the Partnership is COMMANDER PLACE HOUSING, LTD.
2. The date of the filing of the original certificate of limited partnership of the Partnership was March 31, 1994, as amended by that certain Amendment to Certificate of Limited Partnership filed on December 30, 1994, as amended and restated by that certain Amended and Restated Certificate of Limited Partnership filed on February 7, 1995.
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 Commander Place Housing, 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

28

day of

Feb

2000

GENERAL PARTNERS:

**CED CAPITAL HOLDINGS III, LTD., a Florida limited
partnership**

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

By: _____

Michael J. Sciarrino, President