

OCT. 27. 1998 5:07PM

HARLLEE PORGES

NO. 6184 P. 1/3

10/27/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000019988 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)410-1015

FROM: HARLLEE, PORGES, HAMLIN, KNOWLES, BALD & PRO
CONTACT: TOM PUTNAM
PHONE: (941)748-3770

ACCT#: 076077002227

FAX #: (941)746-4160

NAME: JOINT VENTURE DEVELOPMENT, LTD.

AUDIT NUMBER.....H98000019988

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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**AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF JOINT VENTURE DEVELOPMENT, LTD.**

1. Name of Limited Partnership: Joint Venture Development, Ltd.
2. Date of Filing of Certificate
of Limited Partnership: March 5, 1998
3. Amendments:
 - A. Gregory A. Popp has resigned as the Resident Agent for Service of Process.
 - B. The new Resident Agent and the address of such Resident Agent is:

James C. Jenkins
340 Royal Poinciana Way, Suite 340
Palm Beach, Florida 33480
 - C. The mailing address of the Limited Partnership has been changed to the following:
340 Royal Poinciana Way, Suite 340
Palm Beach, Florida 33480
 - D. Heritage Rural Housing, Inc. has withdrawn as the General Partner of the Limited Partnership and Esko Properties, Inc. has been admitted as the sole General Partner. The name and address of the newly admitted General Partner is

Esko Properties, Inc.
340 Royal Poinciana Way, Suite 340
Palm Beach, Florida 33480

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This Amendment to Certificate of Limited Partnership is executed as of October 20, 1998 and shall be effective upon filing with the Secretary of State of the State of Florida.

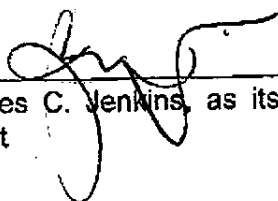
"WITHDRAWING GENERAL PARTNER"
HERITAGE RURAL HOUSING, INC.


By: Michael F. McPhillips, as its President

PREPARED BY:
Curtis D. Hamlin, Esq. (Bar#0237922)
Harlee, Porges, Hamlin, Knowles,
Bald & Prouty, P.A.
1205 Manatee Avenue West
Bradenton, Florida 34205
(941)748-3770

FAX AUDIT #: H98000019988

"REMAINING GENERAL PARTNER"
ESKO PROPERTIES, INC., a Florida
corporation

By: 
James C. Jenkins, as its Executive Vice
President

REGISTERED AGENT:

I, JAMES C. JENKINS, accept the designation of JOINT VENTURE
DEVELOPMENT, LTD., as REGISTERED AGENT for the Partnership on the day and year
first above written.

By: 
James C. Jenkins, Registered Agent

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