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Leo J. Salvatori  
Joseph D. Zaks

May 1, 1998

Return to  
PLU ASTA

orneys' Title Insurance Fund, Inc.  
n: Barb  
East Jefferson Street  
te 200  
lahassee, FL 32301

RFR Amerilife, Ltd., RFR University Townhouse Apartments, Ltd.  
and RFR Hamilton Pointe, Ltd.

Barb:

Enclosed are amendments to partnership agreement for RFR Amerilife,  
RFR University Townhouse Apartments, Ltd. and RFR Hamilton  
Pointe, Ltd. Also enclosed are checks for payment of the filing  
fees for each. I would appreciate your processing the same through  
the State and forwarding the certified copies to me via the usual  
route.

As always, please let me know if you should have any questions.

Respectfully,

QUARLES & BRADY

Kara

Karen Loper  
Clerical Legal Assistant

/kl

enclosures

5/4/98

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 MAY -11 PM 3:03

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8 MAY -11 PM 2:06  
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DIVISION OF CORPORATIONS  
98 MAY -4 PM 3:03

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

FOR

RFR UNIVERSITY TOWNHOUSE APARTMENTS, LTD.

Pursuant to Section 620.109, Florida Statutes, RFR UNIVERSITY TOWNHOUSE APARTMENTS, LTD., a Florida limited partnership, does hereby amend its Certificate of Limited Partnership, and states as follows:

1. The name of the limited partnership is RFR University Townhouse Apartments, Ltd.
2. The date of filing the Certificate of Limited Partnership was February 15, 1995.
3. On January 1, 1998, Robert M. Reed, II assigned his interest as sole General Partner of RFR University Townhouse Apartments, Ltd., to Reed Development Company, a Florida corporation, which accepted said assignment.
4. Said assignment was achieved with the consent of all limited partners of RFR University Townhouse Apartments, Ltd., who do hereby join in this Amendment for that purpose.
5. In all other respects, the Certificate of Limited Partnership for RFR University Townhouse Apartments, Ltd. remains unchanged.

Dated this 1st day of January, 1998.

RFR UNIVERSITY TOWNHOUSE  
APARTMENTS, LTD., a Florida  
limited partnership

(Corporate Seal)

By: REED DEVELOPMENT COMPANY, a  
Florida corporation, as its  
sole General Partner

By:

Robert M. Reed, II, as  
President

WITNESS #1

Leo J. Salvatori  
(Print name)

WITNESS #2

Robert L. Loper  
(Print name)

REED DEVELOPMENT COMPANY  
4102-B Quixote Blvd.  
Tampa, FL 33613

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DIVISION OF CORPORATIONS  
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JOINDER BY LIMITED PARTNER:

Amin M. Tucker  
WITNESS #1  
AMIN M. TUCKER  
(Print name)

Robert M. Freeman  
ROBERT M. FREEMAN

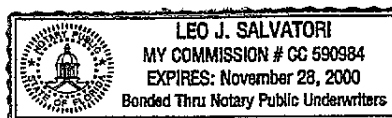
Shelley Ulrich  
WITNESS #2  
Shelley Ulrich  
(Print name)

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of September, 1997, by Robert M. Reed, II, as President of REED DEVELOPMENT COMPANY, a Florida corporation, as General Partner of RFR UNIVERSITY TOWNHOUSE APARTMENTS, LTD., a Florida limited partnership, who is personally known to me.

Leo J. Salvatori  
NOTARY PUBLIC

Typed or printed name of Notary  
MY COMMISSION EXPIRES:



STATE OF New York  
COUNTY OF Westchester

The foregoing instrument was acknowledged before me this 22 day of April, 1998, by ROBERT M. FREEMAN, [x] who is personally known to me or [ ] who has produced \_\_\_\_\_ as identification.

Robert T. Tucker  
NOTARY PUBLIC

Typed or printed name of Notary  
MY COMMISSION EXPIRES:

ROBERT T. TUCKER  
Notary Public, State of New York  
No. 02TU5009681  
Qualified in Westchester County  
Commission Expires March 15, 1999