

A9500000999

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(Address)

(City/State/Zip/Phone #)

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 29, 2005

JERI POLLER
6013 NW 23RD AVENUE
BOCA RATON, FL 33496

SUBJECT: SAIL COVE APARTMENTS, LTD.
Ref. Number: A95000000999

We have received your document for SAIL COVE APARTMENTS, LTD. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 205A00043914

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DIVISION OF CORPORATIONS

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sail Cove Apartments, Ltd.
(Name of Limited Partnership)

DOCUMENT NUMBER: A95000000999

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jeri Poller
(Name of Person)

Jeri Poller PA
(Firm/Company)

6013 NW 23rd Avenue
(Address)

Boca Raton, FL 33496
(City/State and Zip Code)

For further information concerning this matter, please call:

Jeri Poller at (561) 998-3735
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

<input type="checkbox"/> \$52.50 Filing Fee	<input type="checkbox"/> \$61.25 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$105.00 Filing Fee & Certified Copy (additional copy is enclosed)	<input type="checkbox"/> \$113.75 Filing Fee, Certificate of Status, & Certified Copy (additional copy is enclosed)
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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
SAIL COVE APARTMENTS, LTD.**

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on July 3, 1995, as amended on October 13, 1995, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 1 is hereby deleted and the following is placed in its stead:

"1. The name of the limited partnership is Sail Cove Community, Ltd."

Article 2 is hereby deleted and the following is placed in its stead:

"2. The mailing address of the limited partnership is 4720 Salisbury Road, Suite 239, Jacksonville, FL 32256."

Article 3 is hereby deleted and the following is placed in its stead:

"3. The name and principal business address of the General Partner of the Partnership is Sail Cove GP Management, Inc., a Florida corporation, 4720 Salisbury Road, Suite 239, Jacksonville, FL 32256."

805-86279

Article 4 is hereby deleted and the following is placed in its stead:

"4. The term for which the partnership shall exist shall commence on June 29, 1995 and shall continue until December 31, 2050, unless the partnership is sooner dissolved and terminated as provided by law or in the Amended and Restated Agreement of Limited Partnership by which the Partnership shall be governed."

Article 5 is hereby deleted and the following is placed in its stead:

"5. The street address of the registered office for the partnership is 6103 NW 23rd Avenue, Boca Raton, Florida 33496, and the name of the registered agent for service of process at that address is Jeri Poller, who is joining in the execution hereof for purposes of accepting the appointment as registered agent for service of process for the partnership."

SECOND: The above amendment to the certificate of limited partnership now on file is adopted by all of the partners of the limited partnership to be effective at the time of its filing with the Florida Department of State.

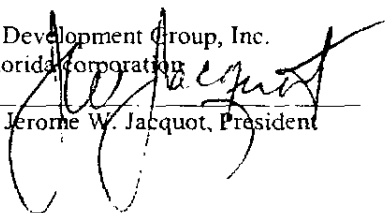
IN WITNESS WHEREOF, the undersigned have executed this Certificate this 21st day of June, 2005.

THIRD: Signature(s)

Signature of current general partners:

The Development Group, Inc.
A Florida corporation

By: Jerome W. Jacquot, President



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FIDELITY & SECURITY
CORPORATION

Jacksonville Apartments Corp.
A Delaware corporation

By: James J. Brinkerhoff President

Signature(s) of new general partner(s), if applicable:

^{GP}
Sail Cove Management, Inc.,
A Florida corporation

Patrick E. Sessions, President

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Jacksonville Apartments Corp.
A Delaware corporation

By: James S. Brinkhoff President


Signature(s) of new general partner(s), if applicable:

GP
Sail Cove Management, Inc.,
A Florida corporation

Patrick E. Sessions
Patrick E. Sessions, President

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE OF LIMITED PARTNERSHIP AND AS SET FORTH HEREIN AS
6013 NW 23rd Avenue, Boca Raton, FL 33496, I HEREBY AGREE TO ACT IN THIS
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES.



Jeri Poller

Resident Agent

DATED: 6/21/05

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DEPARTMENT
JUL 1 2005