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**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
ROUSE ROAD PARTNERS, LTD.**

Certificate of Status	0
Certified Copy	0
Page Count	04
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**AMENDMENT TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF
ROUSE ROAD PARTNERS, LTD.**

Pursuant to Section 620.1202, Florida Statutes, the Certificate of Limited Partnership of Rouse Road Partners, Ltd. (the "Partnership"), originally filed on January 17, 1996, as amended on March 2, 2000, and as further amended on December 29, 2011 (collectively, the "Certificate of Limited Partnership"), is amended as follows:

1. The name of the Partnership is Rouse Road Partners, Ltd.
2. The date of filing the original Certificate of Limited Partnership of the Partnership was January 17, 1996.
3. Section 2 of the Certificate of Limited Partnership is hereby amended and replaced in its entirety to read as follows:

"2. The address of the office where records will be kept is 17901 Von Karman, Suite 150, Irvine, CA 92614. The name and address of the registered agent for service of process is Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301."

4. Avanath Cypress GP, LLC, a Delaware limited liability company (the "New General Partner") is substituted as the general partner of the Partnership, replacing the existing general partner ("Existing General Partner"). Section 3 of the Certificate of Limited Partnership is hereby amended and replaced in its entirety to read as follows:

- "3. The name and business address of the general partner is:

Avanath Cypress GP, LLC
17901 Von Karman, Suite 150
Irvine, CA 92614"

5. Section 4 of the Certificate of Limited Partnership is hereby amended and replaced in its entirety to read as follows:

"4. The street address and the mailing address of the limited partnership is 17901 Von Karman, Suite 150, Irvine, CA 92614."

6. The foregoing amendment shall become effective when filed with the Secretary of State of the State of Florida.

Prepared by:
Driver, McAfee, Peek & Hawthorne, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

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IN WITNESS WHEREOF, the undersigned parties have executed this Amendment this 7 day
of January, 2015.

EXISTING GENERAL PARTNER:

FL BOND CAPITAL HOLDINGS 96, LTD., a Florida
limited partnership

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

By: 
Brian Spear, Vice President

NEW GENERAL PARTNER:

AVANATH CYPRESS GP, LLC, a Delaware limited
liability company

By: _____
Name: _____
Title: _____

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IN WITNESS WHEREOF, the undersigned parties have executed this Amendment this 7 day
of January, 2015.

EXISTING GENERAL PARTNER:

FL BOND CAPITAL HOLDINGS 96, LTD., a Florida
limited partnership

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

By: _____
Brian Spear, Vice President

NEW GENERAL PARTNER:

AVANATH CYPRESS-GP, LLC, a Delaware limited
liability company

By: _____
Name: Ron Tuskiewicz
Title: Chief Financial Officer

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees to act as registered agent for the Partnership named above, to accept service of process at the place designated in this Amendment to the Certificate of Limited Partnership, and to comply with the provisions of the Florida Revised Uniform Limited Partnership Act of 2005, and hereby acknowledges that the undersigned is familiar with, and accepts the obligations of such position.

CORPORATION SERVICE COMPANY

Dated: Dec. 30th, 2014

By: Vivien S. Mitchell
Name: VIVIEN S. MITCHELL
Title: ASST. SECY.

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