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Requestor's Name 660 East Jefferson St	reet	
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## CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF IS II NORTHSIDE VILLAS ASSOCIATES, LTD.

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on February 26, 1996, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendments:

Article 2 is amended to read as follows:

2.	c/o Basic Capital Management, Inc., 10670 N. Central Expressway, Suite 600, Dallas, Texas 75231
	(Business Address of Limited Partnership)
3.	Article 3 is amended to read as follows:  CT Corporation System  (Name of Registered Agent for Service of Process)
4.	Article 4 is amended to read as follows:  1200 South Pine Island Road, Plantation, Florida 33324  (Florida street address for Registered Agent)
5.	By: Article 5 is amended to read as follows: RANDY A. SHELLEY  SPECIAL ASSISTANT SECRETARY  (Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6.	Article 6 is amended to read as follows: c/o Basic Capital Management, Inc., 10670 N. Central Expressway, Suite 600, Dallas, Texas 75231 (Mailing Address of the Limited Partnership)
8.	Article 8 is amended to read as follows:  Name of General Partner: ART Florida Partners I, Inc. F 9800000000000000000000000000000000000

**SECOND:** This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

600, Dallas, Texas 75231

THIRD: Signatures

Signature of current general partner:

IS II ASSOCIATES, INC.

By:

John A. Doyle, President

Signature of new general partner:

ART FLORIDA PARTNERS I, INC.

By:

Robert A. Waldman, Secretary

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SECRETARY OF STAT