

A96000001965

STRAKA AND ASSOCIATES, INC.
Affordable Housing Development

April 9, 1997

Florida Department of State
Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 11 PM 3:49

RE: Annual Filings
Certificate of Amendment

Please find enclosed several annual reports to be filed, with Certificate of Good Standing requested. Please return these certificates to the address listed below. Also enclosed, please find a certificate of first amendment to limited partnership for Azalea Oaks Group, Ltd. Please file the original and return a stamped copy to the address listed below.

Thank you in advance for your assistance.

Sincerely,

Cynthia L. Rentz

Cynthia L. Rentz

Enclosures

900002144709--0
-04/16/97--01037--010
*****52.50 *****52.50

A96-1965

Name	<i>JE 4-15</i>
Availability	<i>JE</i>
Document Examiner	<i>JE</i>
Updater	<i>JE</i>
Updater Verifier	<i>JE</i>
Acknowledger	<i>JE</i>
W. P. Verifier	<i>JE</i>

**CERTIFICATE OF FIRST AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

AZALEA OAKS GROUP, 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 October 22, 1996, adopts the following certificate of first amendment to its certificate of limited partnership:

FIRST: Article No. 2 (Business Address of Limited Partnership) is amended as follows:

405-F Atlantis Road
Cape Canaveral, Florida 32920

SECOND: Article No. 3 (Registered Agent) is amended as follows:

Christopher J. Straka

THIRD: Article No. 6 (Mailing Address of Limited Partnership) is amended as follows:

405-F Atlantis Road
Cape Canaveral, FL 32920

FOURTH: Article No. 8 (General Partners) is amended as follows:

Harper Properties, Inc., is hereby deleted as a general partner.

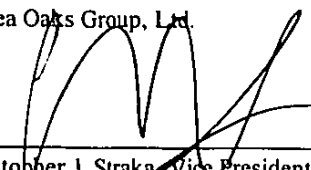
SM Partners Group I, Inc., is the sole general partner,
with the following specific address:

405-F Atlantis Road
Cape Canaveral, FL 32920.

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

SIXTH: Signed this 8th day of April, 1997.

Azalea Oaks Group, Ltd.



Christopher J. Straka, Vice President
SM Partners Group I, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 11 PM 3:49