

# A96000002361

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\*ALSO ADMITTED IN FLORIDA\*

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September 5, 1997

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399


900002287149--6  
-09/08/97--01113--004  
\*\*\*\*105.00 \*\*\*\*105.00

Dear Sir/Madam:

Please file the enclosed "Amendment to the Certificate of Limited Partnership of Avila Limited Partnership". You will find enclosed a check for \$105.00 which should cover the filing fee of \$52.50. The remaining \$52.50 is for certified copies to be returned to me. Please expedite the filing as soon as possible and return the certified copies in the pre-addressed Federal Express package you find enclosed.

Thank you for your assistance.

Very truly yours,

  
Ronald A. Lisak  
RAL/ml

Enclosures

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A96-2361

Name	RL
Availability	RL
Document Examiner	RL
Updater	RL
Updater Verifier	RL
Acknowledgment	RL
W. P. Verifier	RL

FILED

**AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP  
OF AVILA LIMITED PARTNERSHIP,  
a Florida Limited Partnership**

THE UNDERSIGNED, constituting the former, removed, sole general partner and the current sole general partner of Avila Limited Partnership, a Florida limited partnership (the "Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on December 18, 1996 hereby amends said Certificate of Limited Partnership of the Partnership as follows:

- 1) Sections 2, 3, 4, 5 and 6 are hereby amended to read as follows:

**"2. Office for Maintenance of Business Records.** The address of the office at which the records of the Limited Partnership will be kept, as required by Florida Statutes 620.106 is:

5100 Tamiami Trail North  
Suite 158  
Naples, Florida 34103

**3. Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is:

R. Scott Price, Esq.  
Kelly, Price, Passidomo & Siket  
2640 Golden Gate Parkway  
Suite 315  
Naples, Florida 34105

**4. General Partner.** The name and business address of the General Partner in the Limited Partnership is:

BDG-Avila at Grey Oaks, Inc., a Florida corporation ("BDG")  
5100 Tamiami Trail North  
Suite 158  
Naples, Florida 34103

997-67245

**5. Mailing Address of Partnership.** The mailing address of the Limited Partnership is:

5100 Tamiami Trail North  
Suite 158  
Naples, Florida 34103"

**6. Date of Dissolution.** The latest date upon which the Limited Partnership shall dissolve is December 31, 2001.

- 2) Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.
- 3) This amendment is being filed within thirty (30) days after the removal of the former general partner, Brentwood Development Group, Inc., a Florida corporation, and substitution of the undersigned BDG as the sole general partner of the Partnership, with the consent and agreement of all of the partners of the Partnership that said removal and substitution does not dissolve the Partnership and that the business of the Partnership shall continue with the undersigned BDG as the sole general partner. Said removal and substitution occurred on Sept 9, 1997.

The execution of this certificate by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Certificate of Limited Partnership of the Partnership this 9th day of Sept, 1997.

BRENTWOOD DEVELOPMENT  
GROUP, INC., removed former  
general partner of the Partnership

By: 

Arthur Shafran, President

BDG - AVILA AT GREY OAKS, INC.,  
sole general partner of the Partnership

By: 

Arthur Shafran, President

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for AVILA LIMITED PARTNERSHIP, a Florida Limited Partnership (the "Limited Partnership") in the foregoing Amendment to the Certificate of Limited Partnership, I, on behalf of the Limited Partnership, hereby agree to accept service of process for said Limited Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Registered Agent



R. Scott Price, Esq.  
Kelly, Price, Passidomo & Siket  
2640 Golden Gate Parkway  
Suite 315  
Naples, Florida 34105