97000000301 THE UNITED STATES

ACCOUNT NO. : 072100000032

REFERENCE :

887016

4656E

AUTHORIZATION :

CORPORATION OMPANY

ORDER DATE : July 10, 1998

ORDER TIME: 10:59 AM

ORDER NO. : 887016-005

CUSTOMER NO:

4656E

CUSTOMER: Ms. Saleesa Pope

Greenberg Traurig Hoffman

Suite 2050

111 North Orange Avenue

Orlando, FL 32801

000002585280

DOMESTIC AMENDMENT FILING -- LP

NAME:

REAMS ROAD LIMITED

PARTNERSHIP

EFFICTIVE DATE:

ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

__ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

REAMS ROAD LIMITED PARTNERSHIP a Florida limited partnership

Pursuant to the provisions of Section 620.109, Florida Statutes, Reams Road Limited Partnership, a Florida limited partnership (the "Partnership") whose certificate was filed with the Florida Department of State on February 3, 1997, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: For the purposes of removing general partners, changing the registered agent, address and date of dissolution of the Partnership, amendments have been made to numbers 2,3,4,5 and 6:

- 2. The address of the principal office of the Partnership is 541 S. Orlando Avenue, Suite 210, Maitland, Florida 32751.
- 3. The name and address of the agent for service of process on the Partnership is Douglas A. Hoeksema, 541 S. Orlando Avenue, Suite 210, Maitland, Florida 32751.
- 4. The name and address of the sole general partner of the Partnership is as follows:

TCR Buena Vista Place Limited Partnership

541 S. Orlando Avenue, Suite 210 Maitland, Florida 32751 B9700000000000000

- 5. The mailing address of the Partnership is 541 S. Orlando Avenue, Suite 210, Maitland, Florida 32751.
- 6. The latest date upon which the Partnership shall dissolve is December 31, 2050.

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

THIRD:

Signature of sole remaining general partner

TCR Buena Vista Place Limited Partnership, a Texas limited partnership

by its General Partner

TCR N.F. Multi-Family, Inc., a Texas Corporation

Douglas A. Hocksema, President

ANDO/TURTONM/46429/ztp011.DOC/7/07/98

CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

Pursuant to Chapters 48 and 620.192, <u>Florida Statutes</u>, the following is submitted in compliance with said Acts.

REAMS ROAD LIMITED PARTNERSHIP, organized as a limited partnership under the laws of the State of Florida, with its new registered office at 541 S. Orlando Avenue, Suite 210, Maitland, Florida 32751, has named Douglas A. Hoeksema, located at the above-registered office, as its new Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated limited partnership at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Acts relative to keeping open said office.

REGISTERED AGENT:

DOUGLAS A. HOEKSEMA

Dated: July 8, 1998