

A97000000705

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

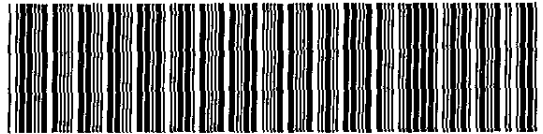
(Business Entity Name)

(Document Number)

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STATE



ACCOUNT NO. : 072100000032
 REFERENCE : 028032 4311863
 AUTHORIZATION : *Patricia Pijoto*
 COST LIMIT : \$ 52.50

09 APR 14 PM 2:23
 FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : April 11, 2003
 ORDER TIME : 9:46 AM
 ORDER NO. : 028032-005
 CUSTOMER NO: 4311863
 CUSTOMER: Sheldon Bender, Paralegal
 Blank Rome Llp
 9th Floor, One Logan Square
 18th And Cherry Street
 Philadelphia, PA 19103-6998

DOMESTIC AMENDMENT FILING

*****FILE FIRST*****

NAME: BELLEVIEW BILTMORE RESORT,
 LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 1149

EXAMINER'S INITIALS: _____

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Belleview Biltmore Resort, Ltd.

Belleview Biltmore Resort, Ltd.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on March 26, 1997, adopts the following certificate of amendment to its certificate of limited partnership.


FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)
Belleview Management, Inc. hereby withdraws as the general partner of the limited partnership.

The following is admitted as the new general partner of the limited partnership:

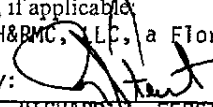
BH&RMC, LLC, a Florida limited liability company
c/o 630 W. Germantown Pike, Suite 321
Plymouth Meeting, PA 19462

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

THIRD: Signature(s)
Signature of current general partner: Belleview Management, Inc.

By: 
SALIM JETHA, (Vice) President

Signature(s) of new general partner(s), if applicable:
BH&RMC, LLC, a Florida limited liability company

By: 
RICHARD V. FERST, Non-Member Manager
