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May 13, 1999

VIA FEDERAL EXPRESS

Mr. Buck Kohr Florida Department of State Division of Corporations - Partnership Section 409 East Gaines Street Tallahassee, FL 32399

Re: Reinstatement and Amendment of Atria Family III, Ltd.

Doc. # A9700001398

Dear Mr. Kohr:

Enclosed for filing please find the following documents for Atria Family III, Ltd.:

1. Original executed Application for Reinstatement for Limited Partnership, together with check no. 1657, in the amount of \$641.25, to cover the necessary filing fees; and

2. Original executed Certificate of Amendment to Certificate of Limited Partnership, together with check no. 001799, in the amount of \$105.00, to cover the necessary filing and certified copy fees.

Please file the enclosed documents and return confirmation to my attention at the above address. If you have any questions, please do not hesitate to contact me.

Very truly yours,

AKERMAN, SENTERFITT & EIDSON, P.A.

Maria R. Mayster, Legal Assistant

MRM/mm Enclosure(s)

FT032929:1

CERT 52, 80

5 11 + 199 WEST BALM BEACH

****105.00 ****105.00

TLAUDERDALE - MIA

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF ATRIA FAMILY III, 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 of June 25, 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)

Article 1. shall be amended in its entirety to read as follows:

The name of the limited partnership ("Partnership") is: Sundance Family, Ltd.

Article 2. shall be amended in its entirety to read as folllows:

The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (the "Act") is: c/o Rauch, Weaver, Millsaps & Co., 871 E. Commercial Blvd., Ft. Lauderdale, FL 33334-3290.

Article 4. shall be amended in its entirety to read as follows:

The name and business address of each General Partner of the Partnership is as follows:

GENERAL PARTNER

ADDRESS

Sundance Family Corp.

76 N. Maple Avenue

Suite 187

Ridgewood, NJ 07450

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

THIRD: Signature

Signature of new general partner:

SUNDANCE FAMILY CORP.,

a Florida corporation, general partner

By:

Name: DAN WILLIAMSON

Title: POES DENT