Broad and Cassel

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Division of Corporations

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To:

Division of Corporations

Fax Number : (850)617-6383

Account Name : BROAD AND CASSEL (ORLANDO)

Account Number : I19980000090

Phone : (407)839-4200 Fax Number : (407)839-4264

LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

WATERSIDE APARTMENTS, LTD.

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$113.75

D. BRUCE

AUG 14 2008

EXAMINER

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AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP OF WATERSIDE APARTMENTS, LTD.

Pursuant to the provisions of §620.1202 and §620.1115, Florida Statutes, this limited partnership, whose certificate was filed with the Florida Department of State on July 30, 1997 (as subsequently amended by filings on March 9, 1998, February 4, 2002 and April 11, 2002), adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

- 1. The current name of the Partnership is WATERSIDE APARTMENTS, LTD. (the "Partnership").
- 2. The address of the office where records shall be kept shall be 10227 Wincopin Circle, Columbia, Maryland 21044. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.
 - 3. The name and business address of the General Partner shall be:

FSGP/WATERSIDE, LLC, a Florida limited liability company 10227 Wincopin Circle Columbia, Maryland 21044

- 4. The mailing address of the Partnership is 10227 Wincopin Circle, Columbia, Maryland 21044.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2046.

SIGNATURES TO FOLLOW ON NEXT PAGE





The Certificate has been executed by the undersigned this 84 day of August.

WITHDRAWING GENERAL PARTNER:

GMN-WATERSIDE, INC., a Florida corporation

y:____

Title:

INCOMING GENERAL PARTNER:

FSGP/WATERSIDE, LLC, a Florida limited liability company

Ву:

Enterprise Community Partners, Inc., a Maryland non-profit corporation, its sole member

By:
Name:

Title:__

OS AUG 13 AH II: NO TALLAHASSEE, FLORIDA

Toda Perte

The Certificate has been executed by the undersigned this 844 day of August 2008.

WITHDRAWING GENERAL PARTNER:

GMN-WATERSIDE, INC., a Florida corporation

INCOMING GENERAL PARTNER:

FSGP/WATERSIDE, LLC, a Florida limited liability company

By: Enterprise Community Partners, Inc., a
Maryland non-profit corporation, its sole
member

Name: FW.TM & TNOPES
Title: Vica President

OB AUG 13 AM II: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for WATERSIDE APARTMENTS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.1114, Florida Statutes.

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC., a Florida corporation

Janice C. Myers

Vice President

Dated this Hay of August, 2008

OB AUG 13 AM 11: 03
SECRETARY OF STATE
ALLAHASSEE, FLORIDA