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CORPORATE DETAIL RECORD SCREEN

10:23 AM

NUM: A97000001813 ST:FL ACTIVE/FL LP FLD: 08/18/1997

LAST: REINSTATEMENT FLD: 06/15/1998

ACT CONT: 1,000.00 FEI#: 59-3494516

NAME : INVESTORS AT KING'S LAKE, LTD.

PRINCIPAL: % GARY K. WILSON, ESQ.

CHANGED: 08/27/99

ADDRESS 5801 PELICAN BAY BLVD., SUITE 300
NAPLES, FL 34108-2709

RA NAME : ENLOW, JOHN

NAME CHG: 06/11/99

RA ADDR : 1097 FRANK WHITMAN ROAD

ADDR CHG: 06/11/99

NAPLES, FL 34103 US

ANN REP : (1998) I 06/15/98 (1999) I 06/11/99 (2000) I 04/13/00

1. MENU, 3. PARTNERS, 4. EVENTS

ENTER SELECTION AND CR:

FILED
01 MAY - 1 PM 5:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

INVESTORS OF KINGS LAKE, 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 _____, adopts the following certificate of amendment to its certificate of limited partnership.

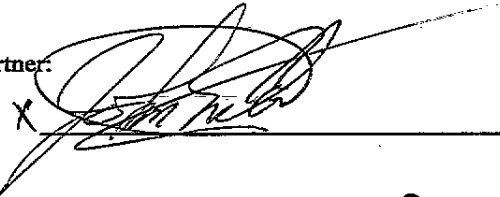
FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

1. Change Address to:
Charles A. Brown, Jr. Gen Partner
3380 Rum Row
Naples FL 34102
2. Change General Partner from
C R Developers of Naples, Inc
to
Charles A. Brown, Jr. 941-434-5323

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:



Signature(s) of new general partner(s), if applicable:


General Partner

FILED
01 MAY - 1 PM 5:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASSIGNMENT OF PARTNERSHIP INTERESTS

Effective as of January 1, 2000, **C R Developers of Naples, Inc.**, a Florida corporation (the "Assignor"), for Ten Dollars (\$10.00) and other good and valuable consideration received, does hereby sell, assign, and transfer unto **Charles A. Brown, JR**, of 2424 Eagle's Eyrie Court, Louisville, Kentucky 40206 (the "Assignee"), all the rights and partnership interests of the Assignor as the sole general partner of **Investors at Kings Lake, Ltd.**, a Florida limited partnership created by an Agreement made August 15, 1997 (the "Partnership"), and delegates to the Assignee all powers and duties of the Assignor as general partner under the Agreement pertaining to the business of the partnership.

The Assignor represents that the Assignor is not in default under any of its obligations as general partner, that the Assignor has paid, or disclosed to Assignee all amounts due from Assignor as general partner, and that this assignment and delegation is a valid exercise of the Assignor's rights. Assignor shall indemnify and hold the Assignee harmless from and against any claim, liability and expense which Assignee may incur (including, without limitation, reasonable attorney's fees and litigation expenses) that arise out of Assignor's performance, or failure to perform its obligations as general partner prior to the date hereof.

The Assignee hereby assumes and agrees to perform all of Assignor's duties and obligations as general partner from this date forward. Assignee shall indemnify and hold the Assignor harmless from and against any claim, liability and expense that Assignee may incur (including, without limitation, reasonable attorney's fees and litigation expenses) that arise out of Assignee's performance, or failure to perform, as general partner.

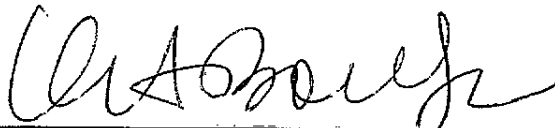
IN WITNESS WHEREOF, the parties have executed the foregoing Assignment as of the date first above written.

Assignor
C R DEVELOPERS OF NAPLES, INC.

By: 

John Enlow, President

Assignee



Charles A. Brown, JR