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LIMITED PARTNERSHIP AMENDMENT

SAND LAKE POINTE APARTMENTS, LTD.

A98-358

Certificate of Status	0
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**THIRD AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF**

SAND LAKE POINTE APARTMENTS, LTD.

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting the sole general partner of SAND LAKE POINTE APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), submits the following:

1. The current name of the Partnership is SAND LAKE POINTE APARTMENTS, LTD.

2. The date of the filing of the original Certificate of Limited Partnership of the Partnership was February 6, 1998, and the date of the filing of the First Amendment to the Certificate of Limited Partnership of the Partnership was October 28, 1999, and the date of the filing of the Second Amendment to the Certificate of Limited Partnership of the Partnership was March 6, 2000 (collectively, the "Certificate").

3. Paragraph 3 of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:

"3. The name and business address of the general partner of the Partnership is:

PH7-106131
SAND LAKE POINTE APARTMENTS, INC., a Florida corporation
800 North Highland Avenue, Suite 200
Orlando, Florida 32803"

The undersigned have herunto set their hands and seals effective as of the 6th day of February, 2001.

GENERAL PARTNER:

SAND LAKE POINTE APARTMENTS, INC., a
Florida corporation

By: 
Steven G. Kopp, President

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