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Jeffer, Mangels, Butler & Marmaro llp

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

ATTORNEYS AT LAW

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July 1, 2003

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## VIA U.S. MAIL

INTERNET:

КАМ@ЈМВМ. СОМ

KELLY A. MCMAHON

DIRECT DIAL: (310) 712-6829

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

> Certificates of Amendment to Certificates of Limited Partnerships Re:

Ladies and Gentlemen:

Enclosed is one original and one copy of a Certificate of Amendment to Certificate of Limited Partnership ("Amendment") for each of the following limited partnerships:

- Brisben Florida I Limited Partnership; 1.
- 2. The Park at Palm Bay Limited Partnership; and
- The Palms at Vero Beach Limited Partnership. 3.

Also enclosed is a check for filing fees in the amount of \$315 (which includes the fee for certified copies), payable to the Department of State.

Please file each Amendment with the Department of State and return a certified copy of each Amendment to my attention at the address above.

Please call me if you have any questions.

Very truly yours,

KELLY A. McMAHON for

Jeffer, Mangels, Butler & Marmaro LLP

Enclosures

## CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

Brisben Florida I Limited Partnership

(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 February 24, 1998, 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 3 is amended to change the principal place of business of the Partnership to 1101 Lucas Avenue, 6th Floor, St. Louis, Missouri 63101, or such other place or places as the General Partner may from time to time determine.
Article 4 is amended to change the mailing address of the Partnership shall to 1101 Lucas Avenue, 6th Floor, St. Louis, Missouri 63101, or such other place or places as the General Partner may from time to time determine.
Time to time determine.
Article 5 is hereby amended to change the name and address of the General Partner as follows:
MBS GP 22, L.L.C., a Delaware limited liability company 1101 Lucas Avenue, 6th Floor
St. Louis, Missouri 63101
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:
Brisben Florida, Inc
By: William O. Brisben, President
Signature(s) of new general partner(s), if applicable:
MBS GP 22, L.L.C.
By: MBS 22 Special Company, Member
By: Hillary B. Zimmerman, Vice President

## CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

Brisben Florida I Limited Partnership	
(Insert name currently on file with Florida Dept. of State)	
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Article 4 is amended to change the mailing address of the Partnership shall to 1101 Lucas Avenue, 6th Floor, St. Louis, Missouri 63101, or such other place or places as the General Partner may from time to time determine.	
Article 5 is hereby amended to change the name and address of the General Partner as follows:	ows:
MBS GP 22, L.L.C., a Delaware limited liability company 1101 Lucas Avenue, 6th Floor St. Louis, Missouri 63101	, m
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Depart of State.	
THIRD: Signature(s) Signature of current general partner:	
Brisben Florida, Inc.	
By: William O. Brisben, President	٠

MBS GP 22, L.L.C.

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

By: MBS 22 Special Company, Member

Hillary B. Zimmerman Vice President