CAPITAL CONNECTION, INC. *****52.50 *****52.50 Art of Inc. File_ LTD Partnership File____ Foreign Corp. File_____ L.C. File Fictitious Name File____ Trade/Service Mark Merger File_ Art. of Amend. File county. Photo RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status_ Certificate of Fictitious Name Corp Record Search_ Officer Search Fictitious Search_ Signature OH:OHHYDriying Bet all UCC 1 or 3 File_ UCC 11 Search_ Requested by:

Date

Time

UCC 11 Retrieval

Name

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF RSG FAMILY LIMITED PARTNERSHIP - LAKE MANN

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on June 15, 1998, and assigned document number A98000001464, as amended by a Certificate of Amendment, which was filed with the Florida Department of State on August 14, 1998, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Paragraph 6 of the original Certificate shall be deleted and the following inserted in its place:

The latest date upon which the Partnership shall dissolve is: December 31, 2041.

SECOND: Paragraph 7 of the original Certificate shall be deleted and the following inserted in its place:

The sole purpose of the Partnership is to acquire, own, hold, maintain, and operate the Lake Mann Gardens Apartments, located at the property commonly known as 701 S. Ivey Lane, Orlando, Florida 32811 (the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. Notwithstanding anything contained herein to the contrary, the Partnership shall not engage in any business, and it shall have no purpose, unrelated to the Property and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the purposes of the Partnership.

THIRD: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

FOURTH: Signatures:

BARFIELD BAY HOLDINGS, INC.,

a Florida corporation, General Partner

Ronald L. Glas, President

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RETARY OF STAT

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