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LIMITED PARTNERSHIP AMENDMENT

AZALEA PLACE APARTMENTS, LIMITED

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**AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
AZALEA PLACE APARTMENTS, LIMITED**

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting all of the general partners of AZALEA PLACE APARTMENTS, LIMITED, a Florida limited partnership (the "Partnership"), submits the following:

1. The current name of the Partnership is AZALEA PLACE APARTMENTS, LIMITED.
2. The date of the filing of the original certificate of limited partnership of the Partnership was October 26, 1998 (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 sole general partner of the Partnership is:

WHITE OAK ASSOCIATES III, INC., a Florida corporation
322 Banyan Boulevard
West Palm Beach, Florida 33401

4. Upon the execution and filing of this Amendment, White Oak Associates III, Inc., a Florida corporation, will be named as the sole general partner of the Partnership.

The undersigned have hereunto set their hands and seals this 28 day of December, 1999.

WITHDRAWING GENERAL PARTNER:

SP-AZALEA, INC., a Florida corporation

By: [Signature]

Name: J. DAVID DICK

Title: President

REMAINING GENERAL PARTNER

WHITE OAK ASSOCIATES III, INC., a Florida corporation

By: [Signature]

Paula J. Ryan, President

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