



A98000002547

ACCOUNT NO. : 072100000032

REFERENCE : 453672 4720528

AUTHORIZATION :

COST LIMIT : \$ 52.50

ORDER DATE : March 11, 2002

ORDER TIME : 3:26 PM

ORDER NO. : 453672-005

CUSTOMER NO: 4720528

CUSTOMER: Carol Mcknight, Paralegal
Holland & Knight Llp/real
Suite 2600
200 South Orange Avenue
Orlando, FL 32801

RECEIVED
02 MAR 11 PM 4:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: TWIN OAKS AT PASS CHRISTIAN
LIMITED PARTNERSHIP

EFFECTIVE DATE:

4

BK
500005082055--9

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS:

FILED
02 MAR 12 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 11, 2002

SARA LEA
CSC
TALLAHASSEE, FL

RESUBMIT

Please give original
submission date as file date.

02 MAR 12 PM 3:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: TWIN OAKS AT PASS CHRISTIAN LIMITED PARTNERSHIP
Ref. Number: A98000002547

We have received your document for TWIN OAKS AT PASS CHRISTIAN LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$52.50. However, the document has not been filed and is being returned for the following:

We understand that your intention is to install TWIN OAKS DEVELOPMENT CORPORATION as the new general partner.

The problem is with the statements about the WITHDRAWING GENERAL PARTNER.

SENIOR CONCEPTS OF MISSISSIPPI, LLC was the original general partner -- see attached original filing.

However, according to an AMENDMENT filed 10/20/99, SENIOR CONCEPTS OF MISSISSIPPI, LLC merged into a corporation called SENIOR CONCEPTS OF MISSISSIPPI I, INC., which then became the general partner of the limited partnership.

So shouldn't this AMENDMENT that you are now filings refer to SENIOR CONCEPTS OF MISSISSIPPI I, INC. as being the withdrawing general partner????

A copy of the 10/20/99 AMENDMENT is also attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 302A00014731

02 MAR 12 PM 12:54
DIVISION OF CORPORATIONS

150817500

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
TWIN OAKS AT PASS CHRISTIAN LIMITED PARTNERSHIP**

02 MAR 12 11 31 AM
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 620.109, Florida Statutes, TWIN OAKS AT PASS CHRISTIAN LIMITED PARTNERSHIP, a Florida limited partnership, adopts the following Certificate of Amendment to its Certificate of Limited Partnership:

FIRST: The name of the limited partnership is TWIN OAKS AT PASS CHRISTIAN LIMITED PARTNERSHIP.

SECOND: The limited partnership's Certificate of Limited Partnership was filed with the Florida Department of State on November 12, 1998.

THIRD: Certificate of Limited Partnership of the limited partnership is hereby amended with respect to paragraphs 2 and 8 as follows:

2. The Business Address of the Limited Partnership is:

c/o Case Pomeroy Properties
1400 Marsh Landing Parkway, Suite 109
Jacksonville Beach, Florida 32250; and

8. General Partner: The name and business address of the general partner of the limited partnership are as follows:

Twin Oaks Development Corporation
c/o Case Pomeroy Properties
1400 Marsh Landing Parkway, Suite 109
Jacksonville Beach, Florida 32250.

PO1 000082980

FOURTH: This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

FIFTH: SENIOR CONCEPTS OF MISSISSIPPI I, INC. has withdrawn as general partner of the limited partnership, the partners of the limited partnership have elected to continue the business of the limited partnership under Section 620.157, Florida Statutes, and Twin Oaks Development Corporation has been admitted as the new general partner of the limited partnership.

The undersigned withdrawing general partner and new general partner of the limited partnership hereby execute this Certificate of Amendment to the Certificate of Limited Partnership this 30th day of December, 2001.

WITHDRAWING GENERAL PARTNER:

NEW GENERAL PARTNER:

SENIOR CONCEPTS OF MISSISSIPPI, INC.
a Georgia Company

TWIN OAKS DEVELOPMENT CORPORATION,
a Florida Corporation

By: Alexander S. Hill

Name: Alexander S. Hill

Title: General Partner

By: Douglas W. McNeill

Name: Douglas W. McNeill

Title: PRESIDENT

ORL1 #696401 v1

FILED
02 MAR 12 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA