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NEW FILINGS	AMENDMENTS	
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	OZ NOV -5 FI
OTHER FILINGS	REGISTRATION/QUALIFICATION	**
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	ය

CR2E031(7/97)

Examiner's Initials

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF HATTON HOUSE SENIOR HOUSING PARTNERS, LTD.

Pursuant to the provisions of Section 620.109 and 620.114, Florida Statutes, this Florida limited partnership, whose Certificate was filed with the Florida Department of State on December 28, 1998, and amended on November 19, 1999 and December 23, 1999, adopts the following Certificate of Amendment to the Certificate of Limited Partnership.

The following Articles of the Certificate of Limited Partnership of Hatton House Senior Housing Partners, Ltd., dated December 10, 1998, filed with the Florida Secretary of State on December 28, 1998, and further amended on November 19, 1999 and December 23, 1999, shall be replaced with the following:

- 2. <u>Business Address of Limited Partnership</u>. The business address of the limited partnership shall be 340 Royal Poinciana Plaza, Suite 305, Palm Beach, Florida 33480.
- 3. Registered Agent. The registered agent for the limited partnership shall be Curtis D. Hamlin.
- 4. Address of Registered Agent The address of the registered office and the registered agent of the limited partnership shall be 1205 Manatee Avenue West, Bradenton, Florida 34205-7595.
- 6. <u>Mailing Address of Limited Partnership</u>. The mailing address and principal office of the limited partnership shall be 340 Royal Poinciana Plaza, Suite 305, Palm Beach, Florida 33480.
- 8. Name of General Partner. RHT Hatton House Partners, Limited Partnership has withdrawn as a general partner. H House, Inc. has been admitted as general partner and shall serve as the sole general partner. The address of H House, Inc. is 340 Royal Poinciana Plaza, Suite 305, Palm Beach, Florida 33480.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

This amendment to Certificate of Limited Partnership is executed and is effective as of October ____, 2002.

November 1, 2002

WITHDRAWING GENERAL PARTNER:

RHT HATTON HOUSE PARTNERS, LTD. By: Tax Credit Senior Properties, Inc., general

partner/

Richard H. Tourtelot, President

NEW GENERAL PARTNER:

H HOUSE, INC.

By:

Prasident

NEW REGISTERED AGENT:

Curtis D. Hamlin

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