



A99000000444

ACCOUNT NO. : 072100000032
REFERENCE : 907206 4144A

AUTHORIZATION :

COST LIMIT : \$ 61.25

Patricia Pyjunt

ORDER DATE : November 21, 2000
ORDER TIME : 11:53 AM
ORDER NO. : 907206-015
CUSTOMER NO: 4144A

CUSTOMER: Lynn Washington, Esq
Holland & Knight LLP
Suite 3000
701 Brickell Avenue
Miami, FL 33131

FILED
NOV 28 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

000003478770--5

DOMESTIC AMENDMENT FILING

NAME: GEORGETOWN PLACE, LTD.

EFFECTIVE DATE:

(3)

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
NOV 28 PM 12:30
TO THE SECRETARY OF STATE
SUFFICIENT FOR FILING

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

FILE 2ND

CONTACT PERSON: Tamara Odom -- EXT# 1104
EXAMINER'S INITIALS: _____

Boe 11/28

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
GEORGETOWN PLACE, LTD.

00 NOV 28 PM 4:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 620.109 of the Florida Revised Uniform Limited Partnership Act, the Undersigned hereby adopts the following Amendments to the Certificate of Limited Partnership originally filed with the Florida Secretary of State's Office on March 19, 1999, under file number A99000000444:

1. The name of the limited partnership is **GEORGETOWN PLACE, LTD.**
2. The original Certificate of Limited Partnership was filed with the Florida Secretary of State on March 19, 1999.
3. In order to reflect the withdrawal of **AFFORDABLE HOUSING SOLUTIONS FOR FLORIDA, INC.** as the General Partner of the Partnership and to admit **AFFORDABLE HOUSING VISIONS FOR TEXAS, INC.** as the General Partner, Paragraph 4 of the Certificate of Limited Partnership of the Partnership is hereby amended in its entirety to provide as follows:

4. **The name and address of the sole General Partner of the Partnership is:**

Affordable Housing Visions for Texas, Inc.
611 West 15th Street
Austin, Texas 78701

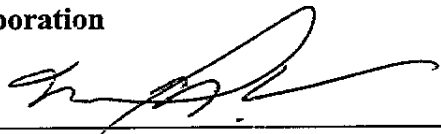
F0000006581

The undersigned General Partner and former General Partner of the Partnership have authorized the above amendment and have executed this Amendment to Certificate of Limited Partnership on the dates indicated.

GENERAL PARTNER:

**AFFORDABLE HOUSING VISIONS
FOR TEXAS, INC., a Texas non-profit
corporation**

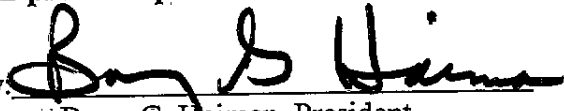
Date: Nov 15, 2000

By: 
Michael N. Casias, President

FORMER GENERAL PARTNER:

**AFFORDABLE HOUSING SOLUTIONS
FOR FLORIDA, INC., a Florida
non-profit corporation**

Date: 11-15, 2000

By: 
Barry G. Haiman, President

FILED
00 NOV 28 PM 4: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MIA1 #981787 v1