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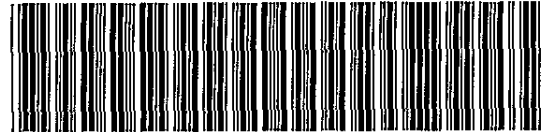
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July 1, 2003

53497-0424

VIA U.S. MAIL

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificates of Amendment to Certificates of Limited Partnerships

Ladies and Gentlemen:

Enclosed is one original and one copy of a Certificate of Amendment to Certificate of Limited Partnership ("Amendment") for each of the following limited partnerships:

1. Brisben Florida I Limited Partnership;
2. The Park at Palm Bay Limited Partnership; and
3. The Palms at Vero Beach Limited Partnership.

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TALLAHASSEE, FLORIDA

Also enclosed is a check for filing fees in the amount of \$315 (which includes the fee for certified copies), payable to the Department of State.

Please file each Amendment with the Department of State and return a certified copy of each Amendment to my attention at the address above.

Please call me if you have any questions.

Very truly yours,


KELLY A. MCMAHON for
Jeffer, Mangels, Butler & Marmaro LLP

Enclosures

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

The Park at Palm Bay Limited Partnership

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on November 12, 1999, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 2 is amended to change the business address of the Limited Partnership to 1101 Lucas Avenue, 6th Floor, St. Louis, Missouri 63101.

Article 8 is amended to change the name and address of the general partner to the following:

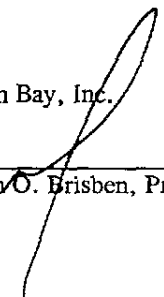
Name of general partner:	Street address:
MBS GP 39, L.L.C. m03000001379	1101 Lucas Avenue, 6th Floor St. Louis, Missouri 63101

FILED
03 JUL -9 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

THIRD: Signature(s)
Signature of current general partner:

Brisben Palm Bay, Inc.

By: 
William O. Brisben, President

Signature(s) of new general partner(s), if applicable:

MBS GP 39, L.L.C.

By: MBS 39 Special Company, Member

By: Hillary B. Zimmerman, Vice President

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

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(Insert name currently on file with Florida Dept. of State)

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Article 8 is amended to change the name and address of the general partner to the following:

Name of general partner:

Street address:

MBS GP 39, L.L.C.

1101 Lucas Avenue, 6th Floor
St. Louis, Missouri 63101

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

THIRD: Signature(s)

Signature of current general partner:

Brisben Palm Bay, Inc.

By: _____
William O. Brisben, President

Signature(s) of new general partner(s), if applicable:

MBS GP 39, L.L.C.

By: MBS 39 Special Company, Member

By: 
Hillary B. Zimmerman, Vice President

FILED
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TALLAHASSEE, FLORIDA