



THE UNITED STATES
CORPORATION
COMPANY

B95000000336

ACCOUNT NO. : 072100000032

REFERENCE : 606726 4303929

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ ~~35.00~~

ORDER DATE : November 19, 1997

ORDER TIME : 1:51 PM

ORDER NO. : 606726-005

CUSTOMER NO: 4303929

400002352284--6

CUSTOMER: Esther J. Forbes, Legal Asst
Greenberg Traurig Hoffman
21st Floor
1221 Brickell Avenue
Miami, FL 33131-3238

RECEIVED

97 NOV 19 PM 2:40

DIVISION OF CORPORATION

DOMESTIC AMENDMENT FILING

NAME: CYPRESS RESERVE ASSOCIATES
LIMITED PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY (2)
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV 24 PM 2:44

FILED

11/24/97

MC

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF
CYPRESS RESERVE ASSOCIATES LIMITED PARTNERSHIP**

Pursuant to the provisions of Section 620.173, Florida Statutes, Cypress Reserve Associates Limited Partnership, a limited partnership formed under the laws of Delaware, hereby submits this certificate of amendment to its registration application:

1. Paragraph 9 of the registration application is amended to read in its entirety as follows:

9. Effective as of November 19, 1997, the names and addresses of the general partners are as follows:

CP RESERVE, LLC
c/o Prudential Home Building Investors, Inc.
50 Glenlake Parkway NE
Suite 550
Atlanta, Georgia 33042

THE RESERVE AT CYPRESS POINT, INC.
101 N.W. 72nd Avenue
Plantation, FL 33317-2214

M 9700000077
P 970000670
SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 NOV 24 PM 2:44

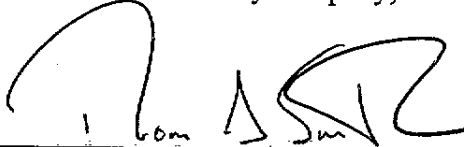
FILED

CP Reserve, LLC shall serve as the Substitute Managing Partner of the Partnership.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed by the general partners designated herein as of the 19th day of November, 1997.

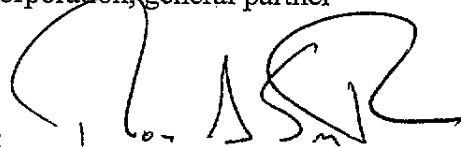
GENERAL PARTNERS:

CP RESERVE, LLC a
Delaware limited liability company,

By: 

THOMAS SMITH
Authorized Representative

THE RESERVE AT CYPRESS POINT, INC.
a Florida corporation, general partner

By: 

THOMAS SMITH, Attorney
in Fact for George Mcardle