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LIMITED PARTNERSHIP AMENDMENT
THE GRAND RESERVE AT WINDSOR PARKE, LTD.

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CERTIFICATE OF AMENDMENT TO
APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
OF
THE GRAND RESERVE AT WINDSOR PARKE, LTD.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, as
General Partner of THE GRAND RESERVE AT WINDSOR PARKE, LTD.,
pursuant to the provisions of Section 620.109, Florida Statutes,
amends that certain Application by Foreign Limited Partnership for
Authorization to Transact Business in Florida (the "Application")
for THE GRAND RESERVE AT WINDSOR PARKE, LTD. filed on September 12,
1996 with the Secretary of State, of the State of Florida, which
partnership certificate was assigned document number B96000000354.

The purpose of the Amendment is to change the address of the
General Partner of THE GRAND RESERVE AT WINDSOR PARKE, LTD.

The principal place of business and mailing address of GRWP,
LTD. is:

2221 Lee Road, Suite 28
Winter Park, Florida 32789

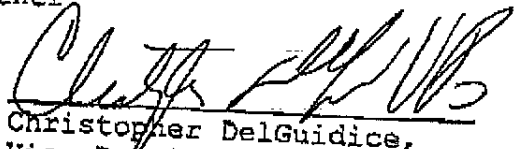
In all other respects the Application of THE GRAND RESERVE AT
WINDSOR PARKE, LTD. shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, being duly sworn, have
certified, sworn to and agreed to the foregoing this 10 day of
February, 1999.

GENERAL PARTNER:

GRWP, LTD.

By: GRWP, INC., its General
Partner


By: 
Christopher DelGuidice,
Vice-President

THIS INSTRUMENT PREPARED BY:
Gerald J. Biondo, Esq.
FL Bar #: 154713
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

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STATE OF FLORIDA)
): ss.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 10th day of February, 1999, by CHRISTOPHER DELGUIDICE, as Vice-President of GRWP, INC., the sole general partner of GRWP, LTD., on behalf of the partnership. He is personally known to me or has produced _____ as identification.


NOTARY PUBLIC, STATE OF FLORIDA
Print name: Tammy Snyder
Commission No.: CC 771908

My Commission expires:

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