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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : FIELDSTONE LESTER SHEAR & DENBERG
Account Number : I19990000180
Phone : (305)357-5775
Fax Number : (305)357-5534

LIMITED PARTNERSHIP AMENDMENT

WOODMERE, L.P.

Certificate of Status	0
Certified Copy	1
Page Count	02
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**CERTIFICATE OF AMENDMENT TO
APPLICATION FOR REGISTRATION
OF
WOODMERE, L.P.**

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

1. The name and business address of the new sole general partner is:

Kings Charter Point Realty, L.L.C., a Florida limited liability company
201 Alhambra Circle, Suite 601
Coral Gables, FL 33134
2. The principal and mailing address for the limited partnership is:


201 Alhambra Circle, Suite 601
Coral Gables, FL 33134

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GENERAL PARTNER:

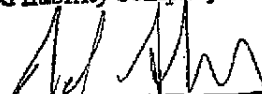
Charter Club G.P., L.P., a Georgia limited partnership

By: Charter G.P., L.L.C., as its general partner

By: 
Kelly Lindsley, Member

NEW GENERAL PARTNER:

Kings Charter Point Realty, L.L.C., a Florida limited liability company

By: 
David Shear, Manager

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STATE OF GEORGIA)

SS:

COUNTY OF FULTON)

On this 17 day of Dec, 2001, Kelly Lindsley, as Member of Charter G.P., L.L.C., as general partner of Charter Club G.P., L.P., a Georgia limited partnership, personally appeared before me, who is personally known to me or who has produced PHOTO LICENSE as identification, who acknowledged before me that she executed the foregoing instrument for the purposes herein expressed.


 Notary Public Signature


 Notary's Name

Notarial Seal:

Notary Public, Cobb County, Georgia.
My Commission Expires Feb. 21, 2003.

STATE OF FLORIDA)

SS:

COUNTY OF MIAMI-DADE)

On this 9th day of JANUARY, 2001, David Shear, as Manager of Kings Charter Point Realty, L.L.C., a Florida limited liability company, personally appeared before me, who is personally known to me or who has produced _____ as identification, who acknowledged before me that she executed the foregoing instrument for the purposes herein expressed.


 Notary Public Signature


 Notary's Name

Notarial Seal:

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