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ACCOUNT NO. : 072100000032
REFERENCE : 357490 6258A
AUTHORIZATION :
COST LIMIT : \$PPD

ORDER DATE : August 27, 1999

ORDER TIME : 4:31 PM

ORDER NO. : 357490-035

CUSTOMER NO: 6258A

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*****52.50 *****52.50

CUSTOMER: Nancy Warner, Legal Assistant
Bond Schoeneck & King, P.a.
Suite 404
4001 Tamiami Trail North
Naples, FL 34103

FOREIGN FILINGS

FILE 2ND

NAME: CRF GULF SHORE LIMITED PARTNERSHIP

 PROFIT
 NON-PROFIT

 CORPORATE
 XX LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
 XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: LORI DUNLAP

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TALLAHASSEE, FLORIDA

BK
8/27/99

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CRF Gulf Shore Limited Partnership
(Insert name currently on file with Florida Dept. of State)

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: The partnership's name is changed to CRF Gateway Limited Partnership and its sole general partner now is CRF Gateway, Inc.
c/o Pamela M. Johnson, Esq.
Continental Realty Corp.
17 West Pennsylvania Avenue, 5th Floor
Towson, MD 21204

F99000004468

CRF Gateway, Inc.
By: William H. Kinnear, Jr.
(Signature of a General Partner)

William H. Kinnear, Jr., Vice President
(Typed or printed name of General Partner signing above)

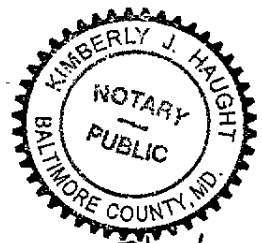
STATE OF Maryland

COUNTY OF Baltimore

On this 23 day of August, 19 99, William H. Kinnear, Jr. personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

Kimberly J. Haught
(Notary Public Signature)
Kimberly J. Haught
(Notary's Printed Name)



Seal

My Commission Expires: 8/13/01