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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

RHF Windemere Inc.

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
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9/25/98

ARTICLES OF AMENDMENT OF
THE ARTICLES OF INCORPORATION OF
RHF WINDEMERE, INC.

98 SEP 24 PM 12:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006 of the Florida Business Corporation Act, RHF WINDEMERE, INC., a Florida not-for-profit corporation (the "Corporation"), adopts the following articles of amendment to its Articles of Incorporation.

ARTICLE I

The name of the Corporation is RHF WINDEMERE, INC.

ARTICLE II

Article III of the Corporation's Articles of Incorporation is deleted in its entirety and the following is substituted in its stead:

ARTICLE III
PURPOSE

The Corporation is not formed for pecuniary profit or financial gain. The Corporation shall be a not for profit corporation under the Florida Not For Profit Corporation Act and is irrevocably dedicated to and operated exclusively for non-profit purposes. The purposes for which the Corporation is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto). Furthermore, the purposes for which the Corporation is organized are to be exclusively for the benefit of, to perform the functions of, or to carry out the purposes of the Reliance Housing Foundation ("Reliance"), a Florida not-for-profit corporation, in connection with its development of affordable housing for low income and under privileged individuals and families. The Corporation, in connection with furthering its stated purposes, shall be permitted to engage (either directly or through ownership of partnership interests) in the acquisition, construction, management, leasing, operation and sale of apartment buildings and leasing 80% of the apartments in such buildings solely to tenants who qualify as low and very low income persons according to Section 42 and Section 142 of the Internal Revenue Code of 1986, as amended, or any successor provisions, or

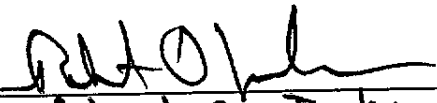
as permitted under any governmental regulations for subsidized financing of housing for low income individuals and consistent with and recognized as charitable by the Internal Revenue Service in Revenue Ruling 70-585, Revenue Ruling 72-124, Revenue Ruling 79-18 and Revenue Procedure 96-32.

The Corporation shall devote no substantial part of its time, money, effort or personnel to lobbying in any political campaign for or against any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by corporations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

The undersigned hereby certifies that the foregoing amendment was duly approved and adopted by unanimous consent of the Board of Directors and Member of the Corporation pursuant to the Corporation's Articles of Incorporation.

Dated this 18th day of September, 1998.

RHF WINDEMERE, INC.

By: 
Name: Robert G. Jackson
Title: President