Mirian 15235 (City/State 305-20 CORPORATION	Jack Phone # 10 Phone	7-85 Office Use (
2. (Corp. 4. (Corp. Walk in (Corp.)	poration Name) poration Name) poration Name)	(Document #) (Document #) (Document #) (Document #) Certified Copy	ARY OF STATE SSEE, FLORIDA	
Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name Name Reservation	AMENDMENTS Amendment Resignation of R.A., Officer/D Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark	irector 50000:	31075 24/0001	:868 :01011 :****43.75
	Other		/1	1

R2E031(1/95)

Examiner's Initials

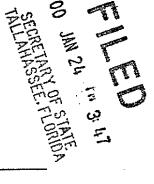
s Initials 11 1 1

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



HOUSING PARTNERS OF MIANI COEP

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

SECOND: The date of adoption of the amendment(s) was: 12-26-99

ARTICLE X
AMENDED CORP DOCUMENT
PLEASE SEE AHACHED AMENDED
DOCUMENT

THIRD:	Adoption of Amendment (CHECK ONE)					
	The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.					
	There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.					
	Housing Partners of Mani Corp.					
Corporation Name						
	(Oll Weiner Roscelle					
Signature of Chairman, Vice Chairman, President or other officer						
MICIAM ROQUE						
Typed or printed name						
	President 1-19-00					
	Title Date					

HOUSING PARTNERS OF MIAMI CORP.

15235 S.W. 48 TERR UNIT C-85 MIAMI,FLORIDA 33185 TEL 305-225-5183 FAX305-551-7216

AMENDED CORPORATION DOCUMENTS

Article of CORPORATION/ORGANIZATION bylaws dated December 26, 1999

ARTICLE X

- [X] Said corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code)
- [X] No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- [X] Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government or to a state or local government for a public purpose.

ELECTION OF OFFICERS

The chairman then reported that a set of proposed Bylaws had been prepared by counsel for the above named non-profit corporation pursuant to the instructions of the directors. All sections of said Bylaws were then read and considered by the directors.

On motion duly made and carried, it was

RESOLVED that said proposed Bylaws be adopted and the secretary be directed to attach said Bylaws in the above named non-profit corporation's minute book.

The chairman then opened the floor to accept nominations for officers of the above named non-profit corporation. The following persons were nominated and thereafter unanimously elected for the respective positions:

President: MIRIAM ROQUE	aa .
Vice-President: 1/8 4ANDER M. VALDES	
Secretary: Antonio L. Bobes	
Treasurer: CARMEN SONTIAGO	

The Secretary then submitted a proposed form of membership certificate for the above named non-profit corporation and upon motion duly made, seconded and carried, said form of certificate of membership of the above named non-profit corporation was accepted for use by the above named non-profit corporation. The Secretary was directed to spread a form of said membership certificate at length upon these Minutes.

HOUSING PARTNERS OF MIAMI CORP.

15235 S.W. 48 TERR UNIT C-85 MIAMI,FLORIDA 33185 TEL 305-225-5183 FAX305-551-7216

AMENDED CORPORATION DOCUMENTS

Article of CORPORATION/ORGANIZATION bylaws dated December 26, 1999

Ź.,
_