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Corporate Records Bureau
Division of Corporations
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RE: Amendment to Articles of Incorporation
ST. PETE SUNSHINE CAPITAL, INC.

Gentlemen:

Enclosed herewith are two copies of the Amendment to Articles of Incorporation for ST. PETE SUNSHINE CAPITAL, INC., along with a check in the amount of \$43.75. Once the Amendment to the Articles has been filed, please return a certified copy to the undersigned.

*Amend
10-7-99
DWS*

Very truly yours,

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

Paul D. Beitlich

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT -1 PM 1:48

FILED

PDB/rl
enclosures

cc: Mr. Peter Richard
Mr. James T. Keller

ARTICLES OF AMENDMENT
ST. PETE SUNSHINE CAPITAL, INC.

The following Articles of Amendment were approved unanimously by the Directors and all Shareholders of the Corporation, St. Pete Sunshine Capital, Inc. a Florida corporation, as formed and filed on September 9, 1999.

The text for the Amendment is that Section II (Purpose) of the original Articles of Incorporation is hereby deleted as originally outlined in its entirety and in its place shall be the following Section II dealing with the purpose of the corporation:

II.

PURPOSE

The sole purpose of the Corporation is to acquire, own, hold, maintain, and operate Casa de Seville Apartments in St. Petersburg, Florida (the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. Notwithstanding anything contained herein to the contrary, the Corporation shall not engage in any business, and it shall have no purpose, unrelated to the Property and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the purposes of the Corporation.

This Amendment was approved by all Shareholders in the Corporation as well as all Directors of the Corporation on the 27th day of September, 1999. The unanimous vote of the Directors and Shareholders is sufficient for approving this Amendment.



PAUL D. BEITLICH
Corporate Secretary

CLERK OF THE COURT
TALLAHASSEE, FLORIDA

99 OCT - 1 PM 1:48

FILED