

GREENWICH CENTRE ASSOCIATES
AMENDED CERTIFICATE OF GENERAL PARTNERSHIP

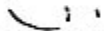
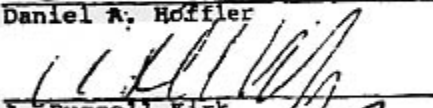
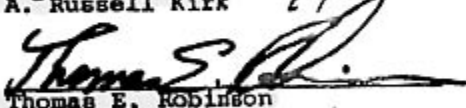
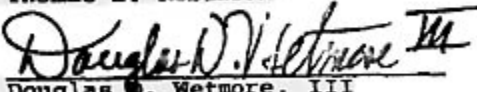


THIS AMENDED CERTIFICATE OF GENERAL PARTNERSHIP, Made this 1st day of March, 1984, in accordance with the provisions of § 50-74 of the Code of Virginia, as amended.

WITNESSETH:

1. The name of the Partnership is GREENWICH CENTRE ASSOCIATES, a Virginia general partnership.
2. The address of the Partnership is 101 Granby Street, Suite 202, Norfolk, Virginia 23510.
3. The names and residence addresses, which are the same as the Post Office addresses, of each and every person composing the Partnership are as follows:

NAME/SIGNATURE

ADDRESS

 Daniel A. Höffler	3013 Princess Anne Crescent Chesapeake, Virginia 23321
 A. Russell Kirk	3812 Millgrove Court Chesapeake, Virginia 23321
 Thomas E. Robinson	1412 Crystal Parkway Virginia Beach, Virginia 23451
 Douglas E. Wetmore, III	1004 Ditchley Road Virginia Beach, Virginia 23451
 David D. Dickerson	1429 Rutland Drive Virginia Beach, Virginia 23454
 Jerome B. Friedman	5312 Fairhill Court Virginia Beach, Virginia 23464

David L. Horne
David L. Horne

704 Tucson Road
Virginia Beach, Virginia 23462

Leonard D. Levine
Leonard D. Levine

4504 Gleneagle Drive
Virginia Beach, Virginia 23462

J. B. Longman
J. B. Longman

8600 Atlantic Avenue
Virginia Beach, Virginia 23451

Peter C. Mason, Jr.
Peter C. Mason, Jr.

deceased.
512 Linkhorn Drive
Virginia Beach, Virginia 23451

Burke W. McGuire
Burke W. McGuire

4500 Kelley Court
Virginia Beach, Virginia 23462

Henry C. Morgan, Jr.
Henry C. Morgan, Jr.

420 52nd Street
Virginia Beach, Virginia 23451

Thomas S. Radtke
Thomas S. Radtke

306 52nd Street
Virginia Beach, Virginia 23451

William B. Smith
William B. Smith

513 58th Street
Virginia Beach, Virginia 23451

John A. Tabor
John A. Tabor

504 Stony Creek Circle
Virginia Beach, Virginia 23462

Joseph T. Valdo
Joseph T. Valdo

7908 Atlantic Avenue
Virginia Beach, Virginia 23451

Pender & Coward

Mays & Valentine

Pender & Coward from Taylor & Walker

Pender & Coward

Partner Mays & Valentine MARJAN Inc. 1995

was Pender & Coward.

4. The purpose of the partnership is to acquire, develop, construct and own real property and an office building thereon containing approximately sixty thousand (60,000) gross square feet which is to be located on or near Greenwich Road in the City of Virginia Beach, Virginia, and to thereafter operate same as commercial office space.

5. The partnership shall continue until December 31, 2010.

STATE OF VIRGINIA

CITY OF VIRGINIA BEACH, to-wit:

I, Marilyn S. Waide, a Notary Public in and for the City aforesaid, whose commission expires on the 16th day of March, 1987, do hereby certify that DANIEL A. HOPFLER, A RUSSELL KIRK, THOMAS E. ROBINSON and DOUGLAS D. WETMORE, III, whose names are signed to the writing above, have acknowledged the same before me in my City aforesaid.

Given under my hand this 22nd day of June, 1984.

Marilyn S. Waide
Notary Public

My Commission Expires: 3/16/87

STATE OF VIRGINIA

CITY OF VIRGINIA BEACH, to-wit:

I, Cynthia J. Ciccone, a Notary Public in and for the City aforesaid, whose commission expires on the 8th day of December, 1986, do hereby certify that DAVID D. DICKERSON, JEROME B. FRIEDMAN, DAVID L. HORNE, LEONARD D. LEVINE, J. B. MORGAN, PETER C. MANSON, JR., BURKE W. MARGULIES, HENRY C. MORAN, JR., THOMAS S. SHADRICK, WILLIAM B. SMITH, JOHN A. TILHOU and JOSEPH T. WALDO, whose names are signed to the writing above, have acknowledged the same before me in my City aforesaid.

Given under my hand this 15th day of June, 1984.

Cynthia J. Ciccone
Notary Public

My Commission Expires: 12/8/86

I was Commissioned Cynthia J. Partner

BWM/05164/10X

11th
In the County of _____ of the State of Virginia Beach, this instrument was received and upon its completion of the duties thereof, admitted to record. The fee imposed by §§ 20-26.2 of the Code has been paid of _____
-3-
[Signature]