



A93000001431

ACCOUNT NO. : 072100000032  
REFERENCE : 119408 4312639  
AUTHORIZATION : Patricia Pujot  
COST LIMIT : \$ 52.50

FILED STATE  
SECRETARY OF CORPORATION  
DIVISION OF CORPORATIONS  
99 FEB 16 AM 11:30  
16

ORDER DATE : February 1, 1999  
ORDER TIME : 2:30 PM  
ORDER NO. : 119408-005  
CUSTOMER NO: 4312639

CUSTOMER: Ms. Mary Keogh  
Skadden Arps Slate Meagher &  
One Rodney Square  
Po Box 636  
Wilmington, DE 19899

FOREIGN FILINGS

NAME: BRANDON LAKE, LTD.

400002762744--3

       PROFIT        CORPORATE  
       NON-PROFIT 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: Janna Wilson

BK  
2/16/99

RECEIVED  
99 FEB -2 PM 3:50  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 2, 1999

JANNA WILSON  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: BRANDON LAKE, LTD.  
Ref. Number: W99000002657

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DIVISION OF CORPORATIONS  
99 FEB 16 AM 11:41

We have received your document for BRANDON LAKE, LTD. and the authorization to debit your account in the amount of \$52.50. However, the document has not been filed and is being returned for the following:

On the first page of the AMENDMENT, please use complete sentences to tell us what you're doing. Is AIMCO PROPERTIES, L.P. being added as an additional general partner? Is it replacing the previous two general partners? Is RJ EQUITIES-2, INC. continuing as a general partner? Is SUN LAKE PAM PARTNERSHIP continuing as a general partner? Being deleted? What????

We need to be able to read the first page of the AMENDMENT and tell which general partners are continuing, and which are being deleted.

ALSO, before this AMENDMENT can be filed, the partnership must file its 1999 Annual Report. The 1999 A.R. was supposed to have been filed before Dec. 31, 1998.

Please return this AMENDMENT with a completed and signed 1999 Annual Report and the necessary fees.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 499A00004593



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 11, 1999

JANNA WILSON  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: BRANDON LAKE, LTD.  
Ref. Number: A93000001431

We have received your document for BRANDON LAKE, LTD. and the authorization to debit your account in the amount of \$52.50. However, the document has not been filed and is being returned for the following:

This AMENDMENT is being returned because the accompanying 1999 Annual Report for this partnership could not yet be filed.

Please return both the AMENDMENT and the 1999 ANNUAL REPORT after corrections have been made.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 999A00006197

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99 FEB 16 AM 11:41

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**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF**

Brandon Lake, Ltd.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on 12/23/93 adopts the following certificate of amendment to its certificate of limited partnership:

**FIRST:** Amendment(s): (indicate article number(s) being amended, added, or deleted)

To amend Article 8 of the Certificate of Limited Partnership to reflect the withdrawal of RJ Equities-2, Inc. and SunLake PAM Partnership as general partners and to add AIMCO Properties, L.P., 1873 S. Bellaire, Denver, CO 80222 as the new and continuing general partner,

B9450000306

**SECOND:** This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

**THIRD:** Signature(s)  
Signature of current general partner:

See Attached Signature Page

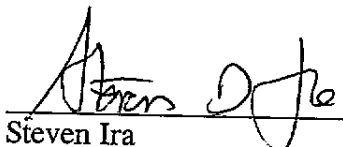
Signature(s) of new general partner(s), if applicable:

See Attached Signature Page

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 16 AM 11:41

**CURRENT GENERAL PARTNER:**

Sun Lake Pam Partnership,  
a Colorado general partnership

By:   
Steven Ira  
Its: General Partner

**NEW GENERAL PARTNER:**

AIMCO Properties, L.P.,  
a Delaware limited partnership,  
its general partner

By: AIMCO-GP, Inc.,  
a Delaware corporation  
its general partner

By:



\_\_\_\_\_  
Harry Alcock  
Vice President

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