

Box 000000316

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000186188 3)))



H070001861883ABCB

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

Cindy Haren

2007 JUL 20 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

AIMCO SELECT PROPERTIES, L.P.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$52.50

Electronic Filing Menu

Corporate Filing Menu

Help

Box-314
JR

RECEIVED

07 JUL 20 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
AIMCO SELECT PROPERTIES, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 07/21/2004

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

AIMCO/Bethesda Holdings, Inc. 4582 S. Ulster St., Pkwy., Suite 1100

Denver, CO 80237

FOS-6709

SECRETARY OF STATE
ALLA MISSIE FLORIDA

2007 JUL 20 AM 8:23

FILED

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐

The entity elects to be a limited liability limited partnership.

☐

The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:

M. McChesney

Typed or printed name:

M. McChesney, Asst. Sec. of
AIMCO/Bethesda Holdings, Inc.

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 JUL 20 AM 8:23

FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OR A MERGER WITH A RESTATED CERTIFICATE ATTACHED OF "AIMCO SELECT PROPERTIES, L.P." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, FILED THE EIGHTH DAY OF NOVEMBER, A.D. 2005, AT 5:22 O'CLOCK P.M.

FILED
2007 JUL 20 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3561602 8100X

070836693

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5859970

DATE: 07-20-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:37 PM 11/08/2005
FILED 05:22 PM 11/08/2005
SRV 030912960 - 3561602 FILE

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
AIMCO SELECT PROPERTIES, L.P.

AIMCO Select Properties, L.P., a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of amending and restating its Certificate of Limited Partnership filed with the office of the Secretary of State of Delaware on August 22, 2002, hereby certifies that its Certificate of Limited Partnership is amended and restated to read in its entirety as follows:

1. The name of the limited partnership is AIMCO Select Properties, L.P.
2. The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is Corporation Service Company.
3. The name and mailing address of each general partner is as follows:

AIMCO/Bethesda Holdings, Inc.
4582 South Ulster Street Parkway
Suite 1100
Denver, Co 80237

IN WITNESS WHEREOF, this Amended and Restated Certificate of Limited Partnership, which restates and integrates and also further amends the Certificate of Limited Partnership as heretofore amended or supplemented, has been duly executed as of the 8th day of November, 2005 and is being filed in accordance with Section 17-210 of the Act by a general partner thereunto duly authorized and by each general partner designated herein as a new general partner.

NEW GENERAL PARTNER:
AIMCO/Bethesda Holdings, Inc.
a Delaware corporation,

By: 
Name: Derek S. McCandless
Title: Assistant Secretary

2007 JUL 20 AM 8:23
SECRETARY OF STATE
HASSEE, FLORIDA

FILED