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Division of Corporations

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Florida Department of State
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Phone : (305) 357-5775
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DIVISION OF CORPORATIONS

LIMITED LIABILITY AMENDMENT

SAILWINDS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$55.00

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2005 MAR -3 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I

1. Name of limited liability company as it appears on the records of the Florida Department of State: SAILWINDS, LLC.
2. Jurisdiction of its organization: Delaware.
3. Date authorized to do business in Florida: November 9, 1999.

SECTION II

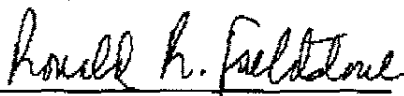
4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? February 28th, 2005.
5. New name of the limited liability company: Kings Sailwinds Apartments, LLC.
6. The new principal office of the limited liability company is: 201 Alhambra Circle, Suite 601, Coral Gables, Florida 33134.
7. The usual business addresses of the managers are as follows:

Ronald R. Fieldstone, 201 Alhambra Circle, Suite 601, Coral Gables, Florida 33134
 Michael B. Denberg, 201 Alhambra Circle, Suite 601, Coral Gables, Florida 33134
 Joseph G. Lubeck, 825 Parkway Street, Suite 4, Jupiter, FL 33477

8. This amendment changes the name and street address of the registered agent and office be as follows:

Ronald R. Fieldstone
 201 Alhambra Circle, Ste. 601
 Coral Gables, Florida 33134

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, F.S.


 RONALD R. FIELDSTONE

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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.



Signature of a member or the authorized
representative of a member

Ronald R. Fieldstone, Authorized Representative

Typed or printed name of signer

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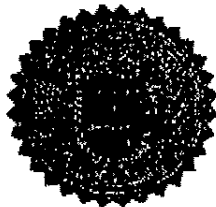
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SAILWINDS, LLC", CHANGING ITS NAME FROM "SAILWINDS, LLC" TO "KINGS SAILWINDS APARTMENTS, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2005, AT 9:32 O'CLOCK A.M.

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TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3710510

DATE: 02-28-05

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CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF FORMATION
OF
SAILWINDS, LLC

SAILWINDS, LLC, a Delaware limited liability company (the "Company"), in order to amend its Certificate of Formation (the "Certificate") pursuant to 6 Del. C § 18-202, hereby certifies as follows:

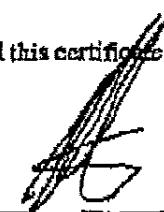
1. The name of the limited liability company is SAILWINDS, LLC.
2. The Certificate is hereby amended by deleting the First Article thereof and substituting in lieu of said article the following new Article:

FIRST: The name of the limited liability company is **KINGS SAILWINDS APARTMENTS, LLC**.

3. The Certificate is hereby amended by deleting the Second Article thereof and substituting in lieu of said article the following new Article:

The name of the registered agent for service of process on the Company in the State of Delaware is The First State Registered Agent Company. The address of the registered agent of the Company and the address of the registered office of the Company in the State of Delaware is 1925 Lovering Avenue, City of Wilmington, County of New Castle, Delaware 19806.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of this 28th day of February, 2005.

By: 

Name: Ronald R. Fieldstone

Title: Authorized Representative

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TALLAHASSEE, FLORIDA

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State of Delaware
Secretary of State
Division of Corporations
Delivered 09:32 AM 02/28/2005
FILED 09:32 AM 02/28/2005
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