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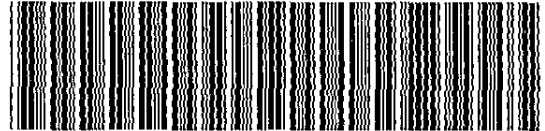
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 753806 4728933

AUTHORIZATION :

COST LIMIT : \$ 52.50

ORDER DATE : December 13, 2005

ORDER TIME : 10:09 AM

ORDER NO. : 753806-055

CUSTOMER NO: 4728933

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: FWB MAGNOLIA POINTE, LTD.

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER'S INITIALS: _____

AMENDMENT TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF FWB MAGNOLIA POINTE, LTD

To the Secretary of State

State of Florida

Pursuant to Chapter 620.1202 of the Florida Revised Uniform Limited Partnership Act of 2000, the undersigned, on behalf of the limited partnership named below, hereby certifies that:

1. The name of the limited partnership is FWB Magnolia Pointe, Ltd.
2. The original Certificate of Limited Partnership was filed on February 5, 2001.
3. A Certificate of Amendment to the Certificate of Limited Partnership was filed on March 28, 2003.
4. A Second Amendment to the Certificate of Limited Partnership was filed on November 25, 2003.
5. A Third Amendment to the Certificate of Limited Partnership was filed on June 11, 2004.
6. Paragraph 2 of the Certificate of Limited Partnership is amended to read in its entirety as follows:

2. REGISTERED AGENT

The name and address of the Registered Agent for the Limited Partnership is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

7. Paragraph 3 of the Certificate of Limited Partnership is amended to read in its entirety as follows:

3. GENERAL PARTNERS

The names and business addresses of the general partners are as follows:

NAME

1701 Gateway Drive, LLC

ADDRESS

625 Madison Avenue
New York, NY 10022

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8. Paragraph 4 of the Certificate of Limited Partnership is amended to read in its entirety as follows:

4. MAILING ADDRESS

The mailing address of the Limited Partnership and the location of its principal place of business is as follows:


625 Madison Avenue
New York, NY 10022

Signed on November 1, 2005.

MAGNOLIA POINTE GP LLC

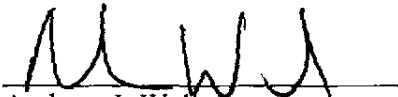
its general partner

By: Related Corporate XXVI SLP, LLC
its attorney-in-fact



Andrew J. Weil
Executive Vice President

1701 GATEWAY DRIVE, LLC
a Delaware Limited Liability Company



By:
Name: Andrew J. Weil
Title: Executive Vice President

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for FWB Magnolia Pointe, Ltd. at the place designated in these Articles of Amendment, 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.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap

Laura R. Dunlap
as its agent

Date: 12/14/2005