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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 940677 4311473

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 113.75

ORDER DATE : February 24, 2003

ORDER TIME : 12:0 PM

ORDER NO. : 940677-030

CUSTOMER NO: 4311473

CUSTOMER: Jackie Gerstenfeld, Paralegal
Stearns Weaver Miller
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

DOMESTIC AMENDMENT FILING

NAME: RAILWAY APARTMENTS, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER'S INITIALS: _____

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
RAILWAY APARTMENTS, LTD.**

Pursuant to the provisions of Section 620.109 of the Florida Statutes, Railway Apartments, Ltd., a Florida limited partnership, whose certificate was filed with the Florida Department of State on January 10, 2003, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment: Article 4 is being amended to read as follows:

4. The name and address of the General Partner of the Partnership are:

TCG RAILWAY APARTMENTS, LLC
2937 S. W. 27th Avenue, Suite 303
Coconut Grove, Florida 33133

-203-6646

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

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Amendment to Certificate of Limited Partnership as General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: February 21, 2003

TCG RAILWAY APARTMENTS, LLC., a
Florida limited liability company, its sole
General Partner

By: 

Lloyd F. Boggio, Manager