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NO. 009

P. 1
Page 1 of 1

A10612

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

SHELTER PROPERTIES II LIMITED PARTNERSHIP

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$52.50

JB

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Help

August 8, 2007

Florida Secretary of State

Re: **SHELTER PROPERTIES II LIMITED PARTNERSHIP (A10612)**

Dear Ladies and Gentlemen:

In submitting the 2007 annual report for the above named entity it was discovered that the general partners were not listed correctly.

The general partners should be:

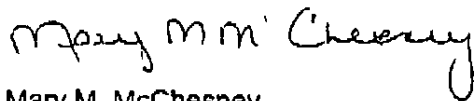
Shelter Realty II Corp. (Shelter) and
N. Barton Tuck, Jr. (Tuck)

An amendment was filed in error on February 20, 2004. The amendment was filed on a domestic limited partnership form (the above entity is a foreign limited partnership) and listed Tuck as the withdrawing partner and AIMCO Properties, L.P. (AIMCO) as the new general partner. This amendment should never have been filed. To compound the error, the annual report form for 2005 listed Tuck and AIMCO as the general partners. This error was not discovered until the 2007 annual report was filed.

Please file the amendment submitted with this letter to correct the errors.
The correct general partners are:

Shelter Realty II Corp. and
N. Barton Tuck, Jr.

Sincerely,



Mary M. McChesney
Corporate Paralegal

/mmm
Enclosure

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**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:
SHELTER PROPERTIES II LIMITED PARTNERSHIP

2. The jurisdiction of its formation is: South Carolina

3. The date the entity was authorized to transact business in Florida is: 06/05/1981

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 L.L.P.

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

Name:

#P05978

Shelter Realty II Corporation

Barton N. Tuck, JR.

Business Address:

4582 S. Ulster St., Pkwy., Suite 1100
Denver, CO 80237

c/o 4582 S. Ulster St., Pkwy., #1100
Denver, CO 80237

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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 olds, 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
Shelter Realty II Corporation

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