

2001 UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # A16682

1. Entity Name

SUGARTREE APARTMENTS II, LTD.

Principal Place of Business

6954 AMERICANA PARKWAY
REYNOLDSBURG OH 43068

Mailing Address

6954 AMERICANA PARKWAY
REYNOLDSBURG OH 43068

2. Principal Place of Business

Suite, Apt. #, etc.

City & State

Zip

Country

3. Mailing Address

Suite, Apt. #, etc.

City & State

Zip

Country

6. Name and Address of Current Registered Agent

LEXIS DOCUMENT SERVICES INC.
3953 WW KELLY ROAD
TALLAHASSEE FL 32311

7. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

City

FL

Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

9. Capital Contributions
as Shown on record.

\$806,050.00

10. Amount of Capital Contributions
in FLORIDA to date.

11. MAKE CHECK PAYABLE TO DEPT. OF STATE
SEE REVERSE SIDE FOR FEE INFORMATION

A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE:
NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.

12. GENERAL PARTNER INFORMATION

DOCUMENT # D98000000021
NAME LEXFORD RESIDENTIAL TRUST
STREET ADDRESS 6954 AMERICANA PARKWAY
CITY-ST-ZIP REYNOLDSBURG OH 43068

DOCUMENT # F95000004944
NAME CRSI SPV 20449, INC.
STREET ADDRESS 6954 AMERICANA PARKWAY
CITY-ST-ZIP REYNOLDSBURG OH 43068

DOCUMENT #
NAME
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CITY-ST-ZIP

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DOCUMENT #
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDRESS CHANGES ONLY

STREET ADDRESS

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

3000004421449--3
-06/14/01--01131--001
*****526.25 *****526.25

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes

SIGNATURE:

Tamara L. Fotts
TAMARA L. FOTTS, Vice President

4/10/01

Date

Daytime Phone #

FILED

2001 MAY 11 PM 3:26

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

0016402 AF

CR2E003 (11/00)

✓

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
SUGARTREE APARTMENTS II, LTD.**

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership whose certificate was filed with the Florida Department of State on March 23, 1984, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST:


1. Lexford Residential Trust is removed as a general partner of the limited partnership.
2. Equity Residential Properties Trust, whose address is Two North Riverside Plaza, Suite 400, Chicago, Illinois 60606 is hereby added as an additional general partner of the limited partnership.
3. CRSI SPV 20449, INC.. is removed as a general partner of the limited partnership.
4. Lexford GP II, LLC, whose address is Two North Riverside Plaza, Suite 400, Chicago, Illinois 60606 is hereby added as an additional general partner of the limited partnership.

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

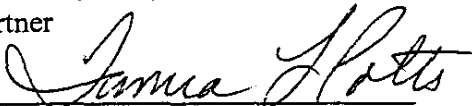
THIRD: Signature(s)

Signature of current general partner:

EQUITY RESIDENTIAL PROPERTIES TRUST
General Partner

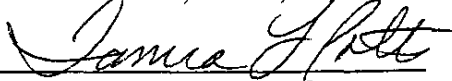
By: 
Tamra L. Potts, Vice President

LEXFORD GP II, LLC,
General Partner

By: 
Tamra L. Potts, Manager

LEXFORD PROPERTIES, L.P., General Partner

By: LEXFORD PARTNERS, L.L.C., its General Partner

By: 
Tamra L. Potts, Manager