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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

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SUNSET WAY APARTMENTS II, LTD.

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CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF

Sunset Way Apartments II, Ltd.
(Insert name currently on file with Florida Department of State)

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 8/27/1986 adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (Indicate information being amended, added, or deleted)

The Certificate of Limited Partnership is hereby amended as follows:

"Lexford GP, L.L.C. is hereby removed as General Partner and Lexford GP 6 LLC is admitted as its new General Partner. The address of the new General Partner is Two North Riverside Plaza, Chicago, Illinois 60606".

M06-3242

SECOND: 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(s) of a general partner(s)*:
*(*Note: If adding or deleting an election to be a limited liability limited partnership statement, all general partners must sign the amendment.)*

Barbara Shuman

Lexford GP, LLC, an Ohio limited liability company,
BY: Barbara Shuman, Manager

Signature(s) of new or dissociating general partner(s), if any:

Barbara Shuman

Lexford GP 6 LLC, a Delaware limited liability company,
BY: Lexford Basket 6 LLC, a Delaware limited liability company, its member
BY: Lexford Properties, L.P., an Ohio limited partnership, its member
BY: Lexford Partners, L.L.C., an Ohio limited liability company, its general partner
BY: Barbara Shuman, Manager

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