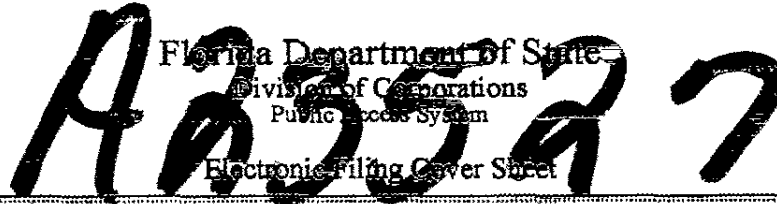


Division of Corporations

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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

CYPRESS LANDINGS II, LTD.

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

Cypress Landings 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 November 4, 1986, adopts the following certificate of amendment to its certificate of limited partnership.

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

Name and address of the General Partner added: MO70000006165
Omaha CS Properties I LLC
1251 Avenue of the Americas
New York, NY 10020

Name of the General Partner Withdrawn:
CS Properties I, Inc.

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.)

Omaha CS Properties I LLC

By: George N. Tietjen, III, Authorized Person

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

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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