

A33480

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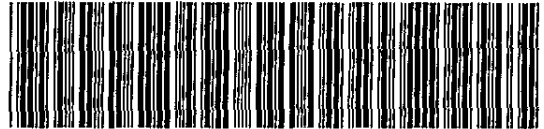
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A33480

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AIMCO

Apartment Investment and Management Company

June 17, 2004

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

VIA OVERNIGHT MAIL

Re: CCP/IV Briar Bay GP, Inc.; Document No. F97000006736
Briar Bay Apartments Associates, Ltd.; Document No. A33480

Dear Ladies and Gentlemen:

Please find enclosed for filing an original and one copy of:

- 1) a Corporation Reinstatement for CCP/IV Briar Bay GP, Inc.; and
- 2) a Certificate of Amendment and a Limited Partnership Reinstatement for Briar Bay Apartments Associates, Ltd.

Two checks totaling \$4,117.50 are also enclosed in payment of the fees and penalties.

Please note these documents are submitted together because CCP/IV Briar Bay GP, Inc. is the general partner to Briar Bay Apartments Associates, Ltd.

Please contact me immediately at (303) 691-4389 if there are any questions or problems regarding these filings. It will be appreciated if you would return an acknowledgement and/or file-stamped copy. A self-addressed, postage-paid envelope is enclosed for your convenience. Thank you very much for your assistance with these filings.

Sincerely,

Melanie Vicknair

Melanie Vicknair
Corporate Paralegal

/mv
Enclosures

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

Briar Bay Apartments Associates, Ltd.

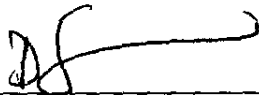
(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

ConCap CCP/IV Properties, Inc. has withdrawn as general partner.
The new general partner is CCP/IV Briar Bay GP, Inc.

F97-6736



(Signature of a General Partner)

CCP/IV Briar Bay GP, Inc. by Derek S. McCandless, Assistant Secretary
(Typed or printed name of General Partner signing above)

STATE OF COLORADO

COUNTY OF DENVER

On this 17th day of June, 2004, Derek S. McCandless personally appeared before me,



who is personally known to me



whose identity I proved on the basis of _____



(Notary Public Signature)

Melanie A. Vicknair

(Notary's Printed Name)



My Commission Expires: 04/29/2006