



THE UNITED STATES
CORPORATION
COMPANY

A95000000546

ACCOUNT NO. : 072100000032

REFERENCE : 278458 4381472

AUTHORIZATION : 400002104704--4
-03/05/97--01048--005
***1750.00 ***1750.00

COST LIMIT : \$ PREPAID

ORDER DATE : March 3, 1997

ORDER TIME : 9:39 AM

ORDER NO. : 278458-005

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant
Broad And Cassel
Suite 1100
390 North Orange Avenue
Orlando, FL 32801

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR -3 PM 1:04

DOMESTIC AMENDMENT FILING

NAME: N.Y. STATE APARTMENT BUILDERS
IV, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: BK

G. TAX
FILING 1750.00
R. AGENT FEE
C. COM
TOTAL 1750.00
N. BARR
BALANCE DUE
REFUND

3/3/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR -3 PM 1:04

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the general partner of N.Y. STATE APARTMENT BUILDERS IV, LTD., a Florida limited partnership, executes this supplemental affidavit and files the same with the Florida Department of State pursuant to Section 620.112, Florida Statutes.

The actual amount of capital contributions of the Limited Partner has exceeded the originally anticipated amount of capital contributions. The sum of \$50.00 has already been contributed by the Limited Partners, an additional \$3,564,080.00 is currently being contributed, and an additional \$3,792,182.00 is anticipated. Therefore, the total capital contributions on record will be \$7,356,312.00.

Executed this 7th day of February, 1997.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

N.Y. STATE APARTMENT BUILDERS IV, LTD., a
Florida limited partnership

By: CED Capital Holdings VI, Ltd., a
Florida limited partnership, its
managing general partner

By: CED Construction, Inc., a
Florida corporation, its
managing general partner

By: Jay P. Brock
Jay P. Brock
Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Jay P. Brock, as Vice President of CED Construction, Inc., a Florida corporation, known to me and known to me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Supplemental Affidavit as Vice President of CED Construction, Inc., a Florida corporation, as managing general partner of CED Capital Holdings VI, Ltd., a Florida limited partnership, as the managing general partner of N.Y. State Apartment Builders IV, Ltd., a Florida limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of February, 1997.

Dawn M. Traub
Notary Public
State of Florida at Large
My Commission Expires:



N.Y. STATE APARTMENT BUILDERS IV, LTD., a
Florida limited partnership

By: CDC Baywind Corp., a New York
corporation, its general partner

By: Wilbur Klatsky, President

STATE OF NEW YORK

COUNTY OF SUFFOLK

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Wilbur Klatsky, as President of CDC Baywind Corp., a New York corporation, known to me and known to me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Supplemental Affidavit as President of CDC Baywind Corp., a New York corporation, as a general partner of N.Y. State Apartment Builders IV, Ltd., a Florida limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of February, 1997.

Joan M. Convery
Notary Public

My Commission Expires:

JOAN M. CONVERY
Notary Public, State of New York
No. 01CO4767005
Qualified in Suffolk County
Commission Expires May 31, 1998

FILED
STATE
SECRETARY OF CORPORATIONS
FEB 19 3 PM 1:05