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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
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Attn: Jeff Netherton

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-12/30/99--01091--013
****105.00 ****105.00

CORPORATION(S) NAME

Alpine-Orlando, L.P., Ltd.

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input checked="" type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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FILE SECOND

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99 DEC 30 PM 1:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
99 DEC 30 PM 5:08
DEPT. OF CORP. AFFS.
DIVISION OF CORPORATIONS

BK 12/30/99

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

ALPINE-ORLANDO, L.P., 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:

NAME OF SOLE
GENERAL PARTNER

STREET ADDRESS

High-IRI LLC, a Delaware
Limited Liability Company

844 Moraga Drive
Los Angeles, CA 90049

L99000009415

HIGH-IRI LLC

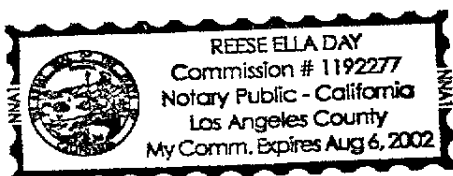
By: International Realty Investors, L.L.C.,
Its General Partner

By: 
Richard V. Sandler, President

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

On December 21, 1999, before me, Reese Ella Day, Notary Public, personally, appeared Richard V. Sandler, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.



Reese Ella Day
(Signature of Notary)

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