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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 415276 4322606

AUTHORIZATION :

COST LIMIT : \$ 52.50

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ORDER DATE : January 28, 2004

ORDER TIME : 10:26 AM

ORDER NO. : 415276-025

CUSTOMER NO: 4322606

CUSTOMER: Patricia A Hunzeker
Otten, Johnson, Robinson,
Suite 1600
950 Seventeenth Street
Denver, CO 80202

FOREIGN FILINGS

NAME: AGL INVESTMENTS NO.2 LIMITED
PARTNERSHIP

 PROFIT
 NON-PROFIT

 CORPORATE
XX LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

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

04 JAN 29 PM 3:14
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TALLAHASSEE, FLORIDA

AGL Investments No.2 Limited Partnership
(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:

The name of the limited partnership has been changed, the new name is:
AGL Investments No.2 Limited Partnership L.L.L.P.

The general partner has changed, the new general partner is:
APL General, Ltd. L.L.L.P.

1703000000350

See attached signature page

(Signature of a General Partner)

APL General, Ltd. L.L.L.P., general partner

(Typed or printed name of General Partner signing above)

STATE OF Colorado

COUNTY OF Denver

On this 11th day of December, 03, Kevin J. Martin personally
appeared before me,



who is personally known to me

whose identity I proved on the basis of _____

Regina Moody
(Notary Public Signature)
Regina Moody
(Notary's Printed Name)



My Commission Expires:

AGL INVESTMENTS No.2 LIMITED
PARTNERSHIP L.L.L.P., a Colorado limited
liability limited partnership

By: APL GENERAL, LTD. L.L.L.P., a Colorado
limited liability limited partnership,
its General Partner

By: AMSTAR PARTNERS, INC., a Colorado
corporation, its General Partner

By: 
Kevin J. Martin, Vice President