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TALLAHASSEE, FLORIDA

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ECR-Lincoln Lakeside Park, LP

☐ Profit

☐ NonProfit

☒ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

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**AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
EQR-LINCOLN LAKESIDE PARK L.P.**

Pursuant to Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the partnership hereinbelow named hereby desires to amend its Certificate of Limited Partnership effective as of July 2, 1998.

1. The name of the limited partnership is EQR-Lincoln Lakeside Park L.P. (hereinafter the "Partnership"), a Delaware limited partnership.
2. The date of filing of the registration application for the Partnership is July 2, 1998 and the document number is B98000000432.
3. Amendment to Certificate:

The name of the partnership was incorrectly stated upon registration as EQR-Lincoln Lakeside Park Limited Partnership and now should be corrected to read;

EQR-Lincoln Lakeside Park L.P.

4. The name and address of the general partner is:

EQR-Lincoln Lakeside Apartments L.L.C.	
1505 Federal Street	P. O. Box 1920
Dallas, Texas 75201	Dallas, Texas 75221

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(Signatures on following page)

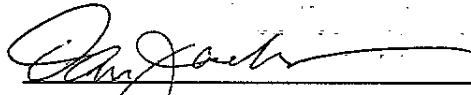
GENERAL PARTNER:

EQR-Lincoln Lakeside Apartments L.L.C.
a Delaware limited liability company

By: EQR/Lincoln No. One Master Limited Partnership
a Delaware partnership, its sole managing member

By: Lincoln Property Company No. 2307 Limited Partnership
a Texas partnership, its general partner

By: Lincoln No. 2307, Inc.
a Texas corporation, its general partner



Dan Jacks, Vice President

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