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LIMITED LIABILITY AMENDMENT

2901 PONCE DE LEON BOULEVARD LLC

Certificate of Status	0
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**FIRST CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
2901 PONCE DE LEON BOULEVARD LLC**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, 2901 PONCE DE LEON BOULEVARD LLC, a Florida limited liability company (hereinafter, the "Limited Liability Company") adopts the following Certificate of Amendment to its Articles of Organization:

FIRST: The name of this single-member Limited Liability Company is: 2901 PONCE DE LEON BOULEVARD LLC. Howard P. Tanger, a.k.a. Woody Tanger, shall be its sole member.

SECOND: The date of filing of the Articles of Organization was August 9, 2000.

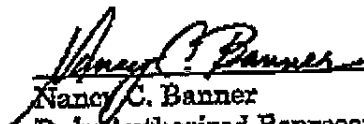
THIRD: The following amendment to the Articles of Organization was adopted by the Limited Liability Company.

FOURTH: Article VII of the Limited Liability Company's Articles of Organization is hereby amended to delete the name "Woody Tanger" and to substitute his full legal name "Howard P. Tanger" to read in its entirety as follows:

"ARTICLE VII. MANAGEMENT

The business of the Company shall be managed by no fewer than one Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is Howard P. Tanger, a.k.a Woody Tanger, 1516 Central Avenue, Needham, Massachusetts 02192. Such Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified."

Signed and dated this 15th day of December, 2000.


Nancy C. Banner
Duly Authorized Representative of a Member

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