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RREEF-BEACON CENTRE ALLIANCE, LLC

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M. HODGES

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

RREEF-Beacon Centre Alliance, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on September 27, 2000 and assigned document number L00000011698.

SECOND: This amendment is submitted to amend the following:

ARTICLE II - Address:

The mailing address of the principal office of the Limited Liability Company is:
875 North Michigan Avenue, 41st Floor
Chicago, Illinois 60611-1901

The street address of the principal office of the Limited Liability Company is:
875 North Michigan Avenue, 41st Floor
Chicago, Illinois 60611-1901

ARTICLE IV - Manager(s) or Managing Member(s):

The Limited Liability Company is to be managed by its new sole member and is, therefore, a member-managed company. The name and address of the new sole member is:
RREEF America REIT II Corp. MMMM2 Florida
875 North Michigan Avenue, 41st Floor
Chicago, Illinois 60611-1901

Dated February 7th, 2006.

Signature of a member or authorized representative of a member

SEE ATTACHED SIGNATURE PAGE.

Typed or printed name of signor

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**Attachment to Articles of Amendment to Articles of Organization of RREEF-Beacon
Centre Alliance, LLC
Florida Department of State Division of Corporations**

Signature of a member or authorized representative of a member.

RREEF AMERICA REIT II CORP. MMMM2 FLORIDA,
a Maryland corporation,
Sole Member

By: 
Name: Mark D. Carlson
Its: Vice President

Date: February 1st 2006

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