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Annual Repo		Foreign Limited Partnership Reinstatement Trademark Other	or All
P25021/7/07\			Examiner's Initials

CR2E031(7/97)



August 27, 2001

Rose Creek Properties, Inc. c/o Gene Osborne 6041 S. Syracuse Way, Suite 200 Greenwood Village, CO 80111

Re: 1198 Bird Bay Way, Venice, FL/Grays Peak, LLC

Dear Gene:

In connection with the transfer of ownership of Grays Peak, LLC. to you, enclosed please find a document accomplishing the transfer of ownership.

Please sign the document where indicated and forward it to:

Secretary of State Division of Corporations Florida Department of State The Capitol Tallahassee, FL 32399

This MUST be received and filed with the Secretary of State prior to October 2001, as your 180-day deadline for your 1031 Exchange completion is October 3 2001.

We recommend that you send the document by Federal Express and keep your shipping receipt, as the document is not effective until received and filed by the Secretary of State. Please also enclose a check for \$25.00 made payable to "Florida Secretary of State" for the filing fee. 35 Bishop Street, Suite 416 Honolulu, Hawaii 96813

808-951-1031 I have enclosed the corporate documents for your information and to keep as FAX 808-947-1031 part of your permanent records:

Please call with any questions.

Sincerely,

Reverse Department Manager

Corporate Office

303-773-6888

888-774-1031

FAX 303-796-7848

www.1031pros.com

8101 East Prentice Avenue, Suite 605

Greenwood Village, Colorado 80111

5100 Tamiami Trail North, Suite 105 Naples, Florida 34103 941-430-6008 FAX 941-540-0063

Northeast

1177 High Ridge Road Stamford, Connecticut 06905 203-321-1231 FAX 203-595-9468

A MEMBER OF

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF GRAYS PEAK, LLC

(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was November 21, 2000, document number L00000014672.

SECOND: The following amendment(s) to the articles of organization were adopted by the Limited Liability Company:

The mailing address and street address of the principal office of the Limited Liability Company is amended to:

Rose Creek Properties, Inc. c/o Gene Osborne 6041 S. Syracuse Way, Suite 200 Greenwood Village, CO 80111

The name and the Florida street address of the registered agent is amended to:

Bonnie Sullivan 1198 Bird Bay Way Venice, FL 34292

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Bonnie Sullivan Registered Agent

This Limited Liability Company is a single member Limited Liability Company. Ownership of the Limited Liability Company is transferred to, and the sole member of the Limited Liability Company is changed to:

Rose Creek Properties, Inc.

Dated August 2, 2001.

Signature

member of authorized representative of a member

Gary R. Gorman, Manager
Typed or printed name of signer

Filing Fee: \$25.00