

PROFESSIONAL
EXCHANGE ACCOMMODATORS, L.L.C.

April 12, 2002

Norma T. Barrios
CT Corporation System
1675 Broadway
Denver, CO 80202

Corporate Office
8101 East Prentice Avenue, Suite 605
Greenwood Village, Colorado 80111
303-773-6888
FAX 303-796-7848

888-774-1031
www.1031pros.com

Re: Mount Bierstadt, LLC to Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust

Dear Norma:

OK In connection with the transfer of ownership of Mount Bierstadt, LLC, it has been requested that you be the new Registered Agent for Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust. To that effect, 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 - 409 East Gaines Street
Tallahassee, FL 32399

0000005282280-6
04/16/02-01042-007
*****25.00 *****25.00

stat **This MUST be received and filed with the Secretary of State by April 16, 2002, as their 180-day deadline for their 1031 Exchange completion is April 16, 2002.**

I have enclosed a Federal Express envelope for your convenience in expediting the filing of the Articles of Amendment.

Also, please make note that we are no longer responsible for this LLC. For future invoices for Mount Bierstadt, LLC, your new client will be Billie D. Mills at 1389 Sun Meadow Lane, Rockford, IL 61107. You may reach her at 815-397-2127.

Please call with any questions.

Sincerely,

Faye Cree
Faye Cree
Reverse Department Manager

Honolulu
735 Bishop Street, Suite 410
Honolulu, Hawaii 96813
808-951-1031
FAX 808-947-1031

Naples
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
IFA
FEDERATION OF
EXCHANGE
ACCOMMODATORS

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
MOUNT BIERSTADT, LLC**

(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was January 23, 2001, document number L01000001276.

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:

c/o Billie D. Mills as Trustee Under Trust Agreement dated
January 12, 2001 and known as The Billie D. Mills Declaration of Trust
1389 Sun Meadow Lane
Rockford, IL 61107

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

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

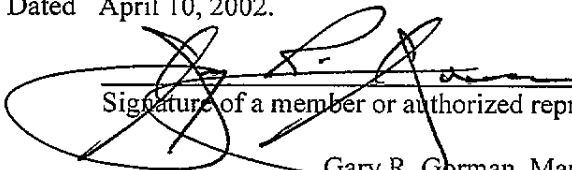
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

Hiedi M. Liesch
By: Spec. Asst. Sec., 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:

Billie D. Mills as Trustee Under Trust Agreement dated
January 12, 2001 and known as The Billie D. Mills Declaration of Trust

Dated April 10, 2002.


Signature of a member or authorized representative of a member

Gary R. Gorman, Manager
Typed or printed name of signer
Filing Fee: \$25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 APR 16 PM 12:37

FILED