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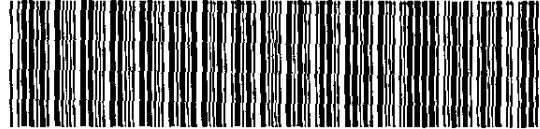
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STATE
TALLAHASSEE, FLORIDA

05 FEB 24 PM 2:47

FILED



February 21, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Richland Towers – New Orleans, LLC

Dear Sir or Madam:

We have enclosed for filing an original and one copy of the Articles of Amendment to Articles of Organization regarding the above-referenced company. Please file stamp the enclosed copy and return the same to us. We have also enclosed a check in the amount of \$25 to cover the cost of filing.

If you have any questions, please contact our office.

Sincerely,

Elize Moreau
Legal & Tax Assistant

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION OF
RICHLAND TOWERS – NEW ORLEANS, LLC**

THE UNDERSIGNED hereby executes and swears to these Articles of Amendment to Articles of Organization of **RICHLAND TOWERS – NEW ORLEANS, LLC**, a Florida limited liability company (the "Company"), pursuant to the Florida Limited Liability Company Act, as amended, *Florida Statutes* § 608.411:

1. Name of Company. The name of the Company is **RICHLAND TOWERS – NEW ORLEANS, LLC**.

2. Date of Filing of Articles of Organization. The Company filed its Articles of Organization with the Florida Department of State on April 13, 2001 (the "Articles").

2. Amendment to Articles of Organization. Paragraph 1 of the Company's Articles is hereby amended by deleting the current text of Paragraph 1 in its entirety and substituting the following in lieu thereof:

*"1. Name. The name of this limited liability company is **RICHLAND TOWERS – DENVER, LLC** (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida."*

The undersigned has executed these Articles of Amendment to Articles of Organization effective as of the 11th day of February, 2005.

MEMBER:

RICHLAND TOWERS, LLC, a Florida limited liability company

By: _____

Dale A. West, Vice President

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STATE OF FLORIDA
TALLAHASSEE