

L04 000009708

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

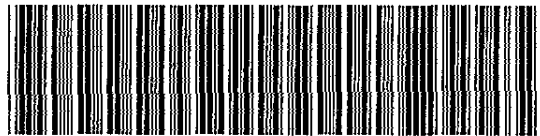
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TARRAGON REALTY INVESTORS, INC.

February 24, 2004

VIA AIRBORNE EXPRESS

((850) 245-6500)

Florida Department of State
R.A. Gray Building
500 South Bronough Street
Tallahassee, FL 32399

RECEIVED
04 FEB 26 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Alta Mar Development, LLC

To Whom It May Concern:

Please find enclosed herewith a fully executed original set of the Articles of Amendment for the above referenced entity.

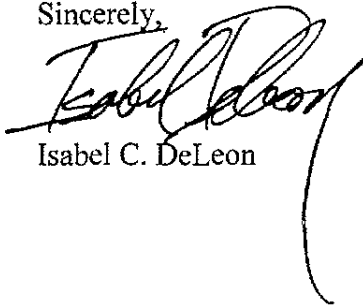
Enclosed is check #1164 in the amount of \$55.00 representing the filing and certified copy fee.

For your convenience, enclosed is an Airborne Express overnight self-addressed envelope.

If you have any questions or concerns please do not hesitate to contact the undersigned at 646-354-2138.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,



Isabel C. DeLeon

Encls./

cc: Charles D. Rubenstein
Howard Shapiro

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

ALTAMAR DEVELOPMENT, LLC

(Present Name)

(A Florida Limited Liability Company)

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SOUTH FLORIDA
COUNTY CLERK
TALLAHASSEE, FLORIDA

FIRST: The date of filing of the articles of organization was February 4, 2004.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

The undersigned being the former and current managing member of ALTAMAR DEVELOPMENT, LLC, and filed its Articles of Organization, document number L04000009708 ("The Articles") hereby amends the Entity Name to be: Alta Mar Development, LLC instead and in place of ALTAMAR DEVELOPMENT, LLC.

Dated February 24, 2004.

Tarragon Realty Investors, Inc.
a Nevada Corporation



Signature of a member or authorized representative of a member

Charles D. Rubenstein

Typed or printed name of signee