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Pensacola, FL 32501

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DOMESTIC AMENDMENT FILING

NAME: TAX CREDIT SENIOR PROPERTIES,  
L.L.C.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

L98-1498

EXAMINER'S INITIALS:

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Name	MCH
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Acknowledgement	MCH
... P. Verifyer	MCH

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF ORGANIZATION OF  
TAX CREDIT SENIOR PROPERTIES, L.L.C.

THIS CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION is executed by undersigned member for the following uses and purposes:

1. The name of the limited liability company is TAX CREDIT SENIOR PROPERTIES, L.L.C.
2. The date of filing of the Articles of Organization was August 18, 1998.
3. The limited liability company has adopted the following amendment to the Articles of Organization:

Article VI is hereby amended to read as follows:

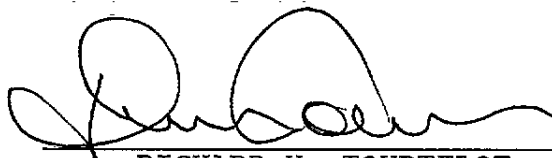
ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by two (2) members. The names and addresses of the managing members who shall serve as the initial managers until their successors are elected and qualify in accordance with the regulations of this limited liability company are as follows:

Richard H. Tourtelot  
196 Technology Drive  
Irvine, -CA 92618

Z. Cliff Singleton  
501 Hollywood Boulevard  
West Melbourne, FL 32904

IN WITNESS WHEREOF, the undersigned member has executed this Certificate of Amendment on this 4 day of September, 1998.



RICHARD H. TOURTELOT  
Member

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