

M00000002000

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

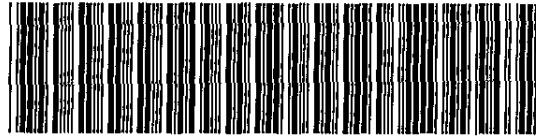
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 308160 4321791
AUTHORIZATION : Patricia Pigute
COST LIMIT : \$ 25.00

FILED
05 APR 12 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 11, 2005

ORDER TIME : 8:32 AM

ORDER NO. : 308160-010

CUSTOMER NO: 4321791

CUSTOMER: Marsha Fincher
The Related Companies, Inc.
Time Warner Center
60 Columbus Circle
New York, NY 10023

FOREIGN FILINGS

NAME: AIMCO CUTLER RIVERSIDE, L.L.C.

XX LLC

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

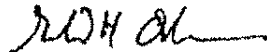
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SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: AIMCO CUTLER RIVERSIDE, L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: September 26, 2000

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? April 11, 2005
5. New name of the limited liability company: Cutler Riverside, L.L.C.
6. If the amendment changes the period of duration, indicate new period of duration:
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized representative of a member

Michael H. Orbison, Authorized Person

Typed or printed name of signer

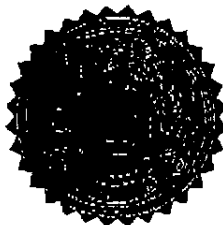
Filing Fee: \$25.00

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AIMCO CUTLER RIVERSIDE, L.L.C.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CUTLER RIVERSIDE, L.L.C.", THE ELEVENTH DAY OF APRIL, A.D. 2005, AT 4:04 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3292321 8320

AUTHENTICATION: 3804968

050293765

DATE: 04-12-05

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
AIMCO CUTLER RIVERSIDE, L.L.C.

It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is: AIMCO CUTLER RIVERSIDE, L.L.C.
2. The certificate of formation of the limited liability company is hereby amended by striking out Article "FIRST" thereof and by substituting in lieu of said Article the following new Article "FIRST":

FIRST: The name of the limited liability company is Cutler
Riverside, L.L.C.

Executed on: April 11, 2005.



Michael H. Orbison
Authorized Person