



MA50000000013

ACCOUNT NO. : 072100000032

REFERENCE : 933078 4302221

AUTHORIZATION :

Patricia Pajaro

COST LIMIT : \$ 25.00

ORDER DATE : December 14, 2000

ORDER TIME : 3:54 PM

ORDER NO. : 933078-615

CUSTOMER NO: 4302221

CUSTOMER: Steve Coury, Esq
Skadden Arps Slate Meagher &
4 Times Square

New York, NY 10036-6522

9000003539769--5

FOREIGN FILINGS

NAME: OAMCO XI, 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: Tamara Odom -- EXT# 1104

EXAMINER: *DB*

1-17-01

RECEIVED
01 JAN 16 PM 4:42
TALLAHASSEE, FLORIDA

01 JAN 16 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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

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: OAMCO XI, L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: December 30, 1994

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? _____
5. New name of the limited liability company: _____

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: see attached rider.
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.

see attached signature page

Signature of a member or the authorized
representative of a member

Typed or printed name of signee

Filing Fee: \$25.00

APPROVED
AND
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01 JAN 16 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RIDER -

The principal business address is changed to:

c/o Aimco Porperties, L.P.
Tower Two
2000 Colorado Boulevard
Suite 2-1000
Denver, CO 80222

APPROVED
AND
FILED
01 JAN 16 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned have executed this Certificate as of
September 20, 2000.

OAMCO XI, L.L.C.,
a Delaware limited liability company

By: Oxford Realty Financial Group, Inc., a
Maryland corporation, its member

By: 

Name: Patrick J. Foye

Title: Executive Vice President

01 JAN 16 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED