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M98000000125

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

000002468230--4
-03/25/98--01084--004
*****52.50 *****52.50

CORPORATION(S) NAME

W9/RSD Gen-Par, L.L.C.

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DIVISION OF CORPORATIONS

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- Limited Liability Co.
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MAR 25 1998

Thanks,
Jeff

JK
3/25/98

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**AFFIDAVIT OF AMENDMENT OF CORRECTION
OF W9/RSO GEN-PAR, L.L.C.**

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The undersigned member or authorized representative of a member of W9/RSO Gen-Par, L.L.C. deposes and says:

1. The name of the limited liability company is W9/RSO Gen-Par L.L.C.
2. The jurisdiction under the law of which W9/RSO Gen-Par, L.L.C. is organized is Delaware.
3. The date on which the foreign limited liability company filed for qualification to transact business in Florida is February 10, 1998.
4. Item 8 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of W9/RSO Gen-Par, L.L.C., which currently states "See 1 in Addendum", as well as such Addendum, shall be deleted and replaced with the following:

Name: Stuart M. Rothenberg
Address: W9/RSO Gen-Par, L.L.C.
c/o Goldman, Sachs & Co.
85 Broad Street
New York, New York 10004
Title: Manager

Name: Jonathan Langer
Address: W9/RSO Gen-Par, L.L.C.
c/o Goldman, Sachs & Co.
85 Broad Street
New York, New York 10004
Title: Manager

[Signature on following page]

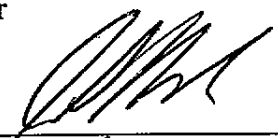
MEMBER:

WHITEHALL STREET REAL ESTATE
LIMITED PARTNERSHIP IX, member

By: WH Advisors, L.L.C. IX, its general
partner

By: Whitehall IX/X, Inc., its managing
member

By:


Name: Alan S. Kava
Title: Vice President

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