



THE UNITED STATES
CORPORATION
COMPANY

799000000162

ACCOUNT NO. : 072100000032

REFERENCE : 316567 7185477

AUTHORIZATION :

COST LIMIT : \$ ~~35.00~~ PPD

ORDER DATE : July 22, 1999

ORDER TIME : 12:41 PM

ORDER NO. : 316567-390

000002947880--7

-08/02/99--01126--006

CUSTOMER NO: 7185477

*****35.00 *****35.00

CUSTOMER: Teresa Homolka, Paralegal
Affordable Residential
555 17th Street
Suite 1600
Denver, CO 80202

CHANGE OF AGENT

NAME: ACR IV, L.L.C.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

FILED
99 AUG -2 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 AUG -2 PM 2:26
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SL
8-3-99

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: ARC-IV, L.L.C. d/b/a Deerpoint Mobile Home Community
2. The mailing address of the limited liability company is : _____

February 4, 1999
3. Date of filing/registration in Florida

M99000000162
4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

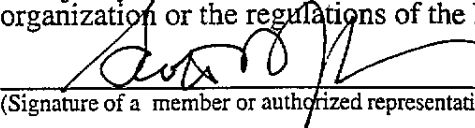
CT Corporation System
Name
1200 South Pine Island Road
Address
Plantation, FL 33324
City, State and Zip

6. The name and address of the new registered agent and/or office:

Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32301
City, State and Zip

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of a majority of the members of the limited liability company or as otherwise provided in the articles of organization or the regulations of the limited liability company.


(Signature of a member or authorized representative of a member)

Scott Jackson, Manager
(Printed or typed name of signer)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Corporation Service Company

(Signature of Registered Agent)

Karen E. Wehner, Asst. Vice President
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314