

m99000001823



ACCOUNT NO. : 072100000032

REFERENCE : 508178-438788

AUTHORIZATION :

COST LIMIT : \$ 25.00

ORDER DATE : April 2, 2002

ORDER TIME : 9:44 AM

ORDER NO. : 508178-005

CUSTOMER NO: 4387288

CUSTOMER: Mr. Thomas Jordan
Apollo Real Estate Advisors,
2 Manhattanville Road
2nd Floor
Purchase, NY 10577-2118

CHANGE OF AGENT

NAME: AP-GP ADLER 2, L.L.C.

DEPARTMENT OF STATE
DIVISION OF CERTIFICATION
TALLAHASSEE, FLORIDA

RECEIVED
02 APR -3 AM 11:23

02 APR -3 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

500005189525--3

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	
Availability	CERTIFIED COPY
Document	XX PLAIN STAMPED COPY
Examiner	DCC
Updater	CONTACT PERSON: Ellyn Herndon
Updater	DCC
Verifier	DCC
Witness	DCC
Signer	DCC

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**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: AP-GP ADLER 2, L.L.C.

2. The mailing address of the limited liability company is: 2 Manhattanville Road
Purchase, NY 10577

11/18/1999
3. Date of filing/registration in Florida

M99000001823
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:

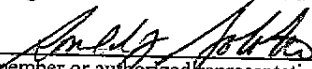
National Corporate Research, Ltd,
Name
1406 Hays Street - Ste. 2
Address
Tallahassee, FL 32301
City, State and Zip

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


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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 the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


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

Ronald J. Solotruk
(Printed or typed name of signee)

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 as provided for in Chapter 608, F.S. 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.


(Signature of Registered Agent)
Christine J. Gates --, Asst. V.P.

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314