

Division of Corporations

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BASIC AMENDMENT

THP MERIDIAN CORPORATION

Certificate of Status	0
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AMEND
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**ARTICLES OF AMENDMENT OF
THE ARTICLES OF INCORPORATION OF
THP MERIDIAN CORPORATION**

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Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, THP MERIDIAN CORPORATION, a Florida corporation (the "Corporation"), adopts the following articles of amendment to its Articles of Incorporation, originally filed with the Florida Department of State on May 24, 2001.

ARTICLE I

The name of the Corporation is THP Meridian Corporation.

ARTICLE II

Article II of the Corporation's Articles of Incorporation is deleted in its entirety and the following is substituted in its stead:

So long as those certain \$8,255,000 Housing Finance Authority of Broward County, Florida Multifamily Housing Revenue Bonds (Meridian Apartments Project) Series 2002A and \$375,000 Housing finance Authority of Broward County, Florida Taxable Multifamily Housing Revenue Bonds (Meridian apartments Project), series 2002B (the "Bonds") are outstanding, the Corporation shall:

- (a) not engage in any business or activity other than the acting as general partner of Meridian Housing Limited Partnership, a Florida limited partnership (the "Partnership"); or
- (b) not incur, assume or guaranty any indebtedness other than indebtedness expressly permitted by the Amended and Restated Agreement of Limited Partnership of the Partnership (the "Partnership Agreement") or the documents evidencing or securing the Bonds; or
- (c) violate or fail to comply with the covenants to maintain its identity as an entity separate from any other person or entity as set forth in Section 4.5 of the Partnership Agreement and to obtain the consent of the persons required under Section 5.5 of the Partnership Agreement for certain actions of the Company.

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Filed by: J. Gerstenfeld, Corp. Legal Asst.
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The undersigned hereby certifies that the foregoing amendment was duly approved and adopted by joint unanimous written consent of the Board of Directors and the shareholders of the Corporation as of April 18, 2002.

Dated this 18 day of April, 2002.

THP MERIDIAN CORPORATION

By: 
Name: Oliver Pfeffer
Its: President

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