P13000054828

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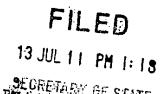
EXAMINER

COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: Sweetwater Apartments Holdings Inc.						
DOCUMENT NUMBER: P13000054828						
The enclosed Articles of Amendment and fee are su	bmitted for filing.					
Please return all correspondence concerning this matter to the following:						
David Pezza						
	Name of Contact Person	1				
Beachwold Residential, LLC						
	Firm/ Company					
192 Lexington Av	enue, Suite 901					
	Address					
New York, NY 10	0016					
	City/ State and Zip Code	2				
dpezza@beachwold.	.com					
. •	sed for future annual report	notification)				
For further information concerning this matter, please call:						
David Pezza	at / 212	949-5000				
Name of Contact Person	Area Co	de & Daytime Telephone Number				
Enclosed is a check for the following amount made payable to the Florida Department of State:						
□ \$35 Filing Fee □\$43.75 Filing Fee & Certificate of Status	□\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	■\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)				
Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Amend Divisio Clifton 2661 E	Address ment Section on of Corporations Building xecutive Center Circle assee, FL 32301				

Articles of Amendment to Articles of Incorporation of



Sweetwater Apartments Holdings Inc.

(Name of Corporation as currently filed with the Florida Dept. of State) P13000054828 (Document Number of Corporation (if known) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: A. If amending name, enter the new name of the corporation: name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A." B. Enter new principal office address, if applicable: (Principal office address MUST BE A STREET ADDRESS) C. Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BOX) D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address: Name of New Registered Agent (Florida street address) New Registered Office Address: Florida (City)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example: X Change	<u>PT</u>	John Do	o <u>e</u>	
X Remove	$\underline{\mathbf{v}}$	Mike Jo	<u>ones</u>	
X Add	<u>sv</u>	Sally Sr	<u>nith</u>	
Type of Action (Check One)	<u>Title</u>		<u>Name</u>	<u>Addres</u> s
1) Change		_		192 Lexington Avenue, Suite 901
Add				
Remove				
2) Change				_
Add				
Remove				
3) Change		_		
Add				
Remove				
4) Change				
Add				
Remove				
5) Change				
Add				
Remove				
6) Change				
Add			_	
Remove				

E. If amending or adding additional Articles, enter change(s) here: (Attach additional sheets, if necessary). (Be specific)				
Section 6(n) of the SPE Provisions attached to the Articles of Amendment of the Articles of Incorporation of the Corporation				
filed on June 28, 2013 with the office of the Florida Secretary of State is hereby deleted and replaced with the following:				
(n) the Corporation shall at all timesendeavor to be adequately capitalized to engage in the transactions contemplated at its formation,				
and will not make any distribution or dividend if doing so would cause it not to be adequately capitalized.				
				
F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)				
				

FILED

The date of each amendment(s) adopt	tion:	15 JUL 1 Ph fother than the			
date this document was signed. Effective date if applicable:	, ,	SECRETARY OF STATE			
(no more than 90 days after amendment file date)					
Adoption of Amendment(s)	(<u>CHECK ONE</u>)				
☐ The amendment(s) was/were adopted by the shareholders was/were suffici	d by the shareholders. The number of vient for approval.	votes cast for the amendment(s)			
☐ The amendment(s) was/were approve must be separately provided for each	ed by the shareholders through voting g h voting group entitled to vote separate				
"The number of votes cast for	the amendment(s) was/were sufficient f	or approval			
by		."			
	(voting group)				
The amendment(s) was/were adopted action was not required.	d by the board of directors without shar	eholder action and shareholder			
☐ The amendment(s) was/were adopted action was not required.	d by the incorporators without sharehold	der action and shareholder			
Dated July 10	0, 2013				
selected, by	for, president or other officer if direct y an incorporator – if in the hands of a r fiduciary by that fiduciary)	ors or officers have not been receiver, trustee, or other court			
R	obert P. Rothenbe	erg			
	(Typed or printed name	of person signing)			
D	irector				
	(Title of person	signing)			

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