

DEC 09 1999 15:56 FR HOLLAND KNIGHT



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 9, 1999

CHELSEA APARTMENTS, INC.
7700 NORTH KENDALL DRIVE
SUITE 200
MIAMI, FL 33156

SUBJECT: CHELSEA APARTMENTS, INC.
REF: P97000097872

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: E99000031343
Letter Number: 899A00058079

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Fax Audit No: H99000031343 9

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
CHELSEA APARTMENTS, INC.**

Pursuant to Sections 607.1002 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of **CHELSEA APARTMENTS, INC.** (the "Corporation") are hereby amended according to these Articles of Amendment:


FIRST: The name of the Corporation is **CHELSEA APARTMENTS, INC..**

SECOND: The heading of the Articles of Incorporation of the Corporation shall be amended in its entirety to read as follows:

"We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of Chapter 607, Florida Statutes, as amended, do hereby subscribe to these Articles of Incorporation."

THIRD: The foregoing amendment was adopted by written consent of the board of directors of the Corporation, in accordance with Section 607.1002 of the Florida Statutes on December 8, 1999. Shareholder approval was not required.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 8th day of December, 1999.


By: George R. Brown
Title: President and Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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