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BASIC AMENDMENT

GMN-WYNWOOD, INC.

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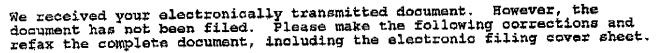
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 26, 2000

GMN-WYNWOOD, INC. 300 NW 12TH AVE MIAMI, FL 33128

SUBJECT: GMN-WYNWOOD, INC.

REF: P98000066051



You failed to make the correction(s) requested in our previous letter.

The ourrent name of the entity is as referenced above. Please correct your document accordingly.

Please add the comma to the corporate name in the first paragraph. Add the officer's title to the signors.

ADD THE FAX AUDIT NUMBER TO THE AMENDMENT, *********

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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Karen Gibson Corporate Specialist FAX Aud. #: H00000038789 Letter Number: 300A00040735 501487-6013

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 25, 2000

GMN-WYNWOOD, INC. 300 NW 12TH AVE MIAMI, FL 33128

SUBJECT: GMN-WYNWOOD, INC.

REF: P98000066051

PLEASE GIVE ORIGINAL SUBMISSION DATE AS FILE DATE.

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Darlene Connell Corporate Specialist FAX Aud. #: H00000038789 Letter Number: 100A00040432

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GMN-WYNWOOD, INC.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, GMN-Wynwnodylneza Florida corporation (the "Corporation"), whose Articles of Incorporation were filed with the Department of State, State of Florida, on July 28, 1998 under Document Number P98000066051, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article IV, entitled "Purpose" is hereby amended in its entirety to read as follows: ١.

*ARTICLE IV-PURPOSE

The Corporation is organized for the sole purpose of (a) acquiring, owning, holding, transferring, pledging, assigning, selling, acting as a general partner and otherwise dealing with a general partnership interest in Wynwood Tower Apartments, Ltd., a Florida limited partnership (the "Interest"); and (b) transacting any and all lawful business which are incident, necessary and appropriate to the foregoing."

- The foregoing amendments were adopted on June 7, 2000. 2.
- The amendments were approved by the shareholders of the Corporation. The number of votes cast for the amendments were sufficient for approval.
- Other than as set forth herein, the Articles of Incorporation are unmodified and are hereby ratified and confirmed in all respects.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation as of the 7th day of June, 2000.

CLAIRE RALEY.

DESECT

ALVATORE MARTORANO.

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