

FILED EFFECTIVE



AMENDMENT TO CERTIFICATE OR REGISTRATION OF LIMITED PARTNERSHIP

(Instructions on back of application)

2006 MAY -3 PM 12: 56

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited partnership is:

Fremont Avenue Associates

If the Limited Partnership has been administratively dissolved and the name is no longer available for use, #3a below must include an amendment of name.

2. The date on which its certificate or registration of limited partnership was filed with the Idaho

Secretary of State was May 3, 1982 and it's Domestic State is: Idaho

3. The certificate of limited partnership is amended as follows: (check appropriate box(es))

a. The name of the limited partnership is amended to read:

b. The name and business address of the registered agent are amended to read:

c. The name of each withdrawing general partner is:

d. The name and business address of each new general partner are:

(if more space is needed, continue in block f)

e. The business of the limited partnership is continued following an event of withdrawal of a general partner.

f. Other amendments (optional):

The Certificate of Limited Partnership is amended by deleting Schedule A thereto and substituting in its place the attached Schedule A, which sets forth the name, place of residence and capital contribution of each partner.

4. Signature of at least one general partner and all new general partners:

Signature Eileen McLaughlin

Typed Name PW Fremont Corp. by Eileen McLaughlin, Sec.

Secretary of State use only

Signature _____

Typed Name _____

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Revised 11/2003

IDAHO SECRETARY OF STATE
05/03/2006 05:00
CK: 102017244 CT: 128698 BH: 952783
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2006 Form

L 58

Names, Addresses and Capital Contributions
 of Partners in
FREMONT AVENUE ASSOCIATES
 (An Idaho Limited Partnership)

SCHEDULE A
 As of December 31, 2005

<u>Name and Address of:</u>	<u>Capital Subscription*</u>
(a) General Partner	
PW Fremont Corporation 1285 Avenue of the Americas New York, New York 10019	\$ 100
(b) Limited Partners	
“Decedent’s Trust” under the Robert C. & Jean Appleman Revocable Trust dtd. 8/31/01 10601 W. Emerald Point Sun City, AZ 85351	\$ 105,300
Jack S. Emery, P.A. Profit Sharing Plan and Trust Jack S. Emery, TTEE PO Box 7941 Tempe, AZ 85281	\$ 52,650
Alberta M. Barber c/o Pueblo Bank & Trust, Conservator PO Box 639 Attn: Patricia Williams, Trust Officer Pueblo, CO 81002-0639	\$ 52,650
The Board of Trustees of Leland Stanford Junior University c/o Stanford Mgmt. Co., Attn: Ellen Smith 2770 Sand Hill Road Menlo Park, California 94025	\$ 52,650
Burke Revocable Trust E. Paul Burke & Eleanor M. Burke, TTEES 14154 Denny Blvd., #205 La Loma Village Litchfield Park, AZ 85340	\$ 52,650
James E. Dawson 24 Dockside Lane, PMB 176 Key Largo, FL 33037-5299	\$ 52,650
Delwood & Co. c/o Andrew Delaney 2121 San Felipe, Suite #135 Houston, Texas 77019-5661	\$ 52,650

PW Fremont Corporation c/o UBS Financial Services Inc. 51 W 52nd. Street, 21st Floor New York, NY 10019	\$ 210,600
Estate of James M. Hamilton 147 Glynn Way Houston, Texas 77056	\$ 52,650
Jordan H. Kapson 1501 E. Colfax Avenue South Bend, Indiana 44615	\$ 105,300
Chadwick Knowles PO Box 422 Clinton, WA 98236	\$ 52,650
John & Lenore Knutzen 11636 Caminito Magnifica San Diego, CA 92131	\$ 13,162.50
James & Susan Knutzen 2215 Miller Oaks Court Jacksonville, FL 32217	\$ 13,162.50
Gerald & Dinah Knutzen 222 SW 292nd Street Federal Way, WA 98023	\$ 13,162.50
Ronald & Ingrid Gintz 29825 24th Avenue SW Federal Way, WA 98023	\$ 13,162.50
Jack A. MacAllister 69 Indigo Way Castle Rock, CO 80108	\$ 105,300
Marshall Associates Inc. c/o John C. Eisinger 680 North Lake Shore Drive Chicago, Illinois 60611	\$ 105,300
Tom Van Nguyen and Nga Thi Pham 1501 Hilburn Ft. Collins, CO 80526	\$ 52,650
Vern G. Ornbau and Marilyn K. Ornbau PO Box 188 Williams, CA 95987	\$ 52,650
Phillips Family Trust Jimmy Phillips & Barbara Phillips, TTEES 8221 Bruns Drive Fort Collins, Colorado 80525	\$ 105,300
James F. Powers 26101 Osprey Nest Court Bonita Springs, FL 34134	\$ 52,650

Paul S. Raniolo 417 Park Avenue New York, NY 10022	\$ 105,300
Katherine G. Remick c/o Davenport & Co. Attn: E. Trigg Brown, Jr. PO Box 85678 Richmond, Virginia 23285	\$ 52,650
James A. Remington 3713 Barrington Bridge Place Richmond, Virginia 23233	\$ 52,650
William A. Roberts P.O. Box 579 Hinsdale, Illinois 60522	\$ 52,650
Norman Robinson 142 Eighth Street Providence, Rhode Island 02906	\$ 52,650
Judith L. Stamm c/o PrivateBank & Trust Co. Attn: Sharon D'Alessandro 24 South Second Street St. Charles, IL 60174	\$ 52,650
Lorraine Tondreault c/o Ronald Tondreault PO Box 128 N. Attleboro, MA 02761	\$ 52,650
Trane Family Trust u/d/t 7/11/88 Frank Hood Trane & Allan Farwell Trane, TTEES 2018 E. Bay Avenue Balboa, CA 92661	\$ 105,300
	<u>\$1,895,500</u>

*Pursuant to the provisions of Section 4.5 of the First Amendment to, and Restatement of, Agreement of Limited Partnership, the Limited Partners' capital Contributions are subject to a 10% increase or decrease in accordance with the terms of the Permanent Loan Commitment.