

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

File # 6012636

The undersigned entity submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Idaho.

1. The name of the entity is: Towne Square Village II General Partner, LLC
2. The street address of its present registered office is: 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702
3. The street address (not a P.O. box) to which its registered office is to be changed is: 260 N. Allumbaugh, Boise, Idaho 83704
4. The name of its old registered agent is: Corporation Service Company
5. The name of its new registered agent is: Towne Square Village Apartments
6. The address of the registered office and the business address of the registered agent are identical.

Dated: 10/15/01

Signed: 

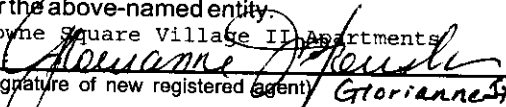
Printed: American Capital Group 9, L.L.C., Sole Member, By: American Capital

Capacity: Development, Inc., its Managing Member, By: Jon Wood, President

(See reverse for Instructions)

I consent to serve as registered agent
for the above-named entity.

Towne Square Village II Apartments

By: 

(Signature of new registered agent)

Gtorianne Houston

FILED/EFFECTIVE
OCT 16 PM 8:56
STATE OF IDAHO