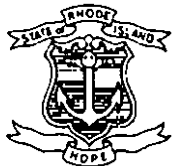


Filing Fee: \$50.00  
(See footnote below)

ID Number: 124213



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION  
(To Be Filed In Duplicate)

RECEIVED  
FEB 23 4 06 PM '04  
CORPORATIONS DIVISION

Pursuant to the provisions of Section 7-16-12 of the General Laws, 1956, as amended, the undersigned limited liability company hereby amends its Articles of Organization as follows:

1. The name of the limited liability company is:

Heritage Building Associates, L.L.C.

2. The Articles of Organization of the limited liability company as amended or restated to date are amended as follows:

[ Insert Amendment(s) ]

(If additional space is required, please list on separate attachment)

See Attached Exhibit A

3. The effective date of this amendment, if later than the date of the filing of these Articles of Amendment, is:

Upon Filing

(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 2/18/04

Heritage Building Associates, L.L.C.

Print Name of Limited Liability Company

By

[Signature]  
Signature of Authorized Person

**Filing fee footnote**

If the purpose of this amendment is solely to indicate a change in managers pursuant to Section 7-16-12(a)(2), the filing fee shall be \$10.00.

FILED

FEB 23 2004

By KWC

C 21041

**EXHIBIT A**

2. The Articles of Organization of the limited liability company as amended or restated to date are amended as follows:

(a) That the names and addresses of the managers currently listed in Paragraph 8 of the Articles of Organization filed with the Secretary of State on April 16, 2002 be changed from Thomas V. Moses, 170 Westminster Street, Suite 201, Providence, RI 02903 to the following:

Leonard Granoff  
c/o 170 Westminster Street, Suite 700  
Providence, Rhode Island 02903

Lloyd W. Granoff  
c/o 170 Westminster Street, Suite 700  
Providence, Rhode Island 02903

Evan J. Granoff  
c/o 170 Westminster Street, Suite 700  
Providence, Rhode Island 02903