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**AFFIDAVIT
CORRECTION OF OFFICERS AND DIRECTORS LISTED ON THE
CERTIFICATE OF AUTHORITY
OF
AVALON BAY COMMUNITIES, INC.**

Joanne A. Lockridge, being duly sworn, deposes and says that she is the Assistant Secretary of Avalon Bay Communities, Inc., a corporation incorporated under the laws of the State of Maryland on March 13, 1995, which holds general Certificate of Authority to do business in the State of Rhode Island, issued by the Secretary of State on July 23, 1998, and states that the officers and directors listed on the Certificate of Authority were incorrectly stated and should be replaced with the following:

Directors:

Gilbert M. Meyer
Charles H. Berman
Bruce A. Choate
Michael A. Futterman
John J. Healy, Jr.
Christopher B. Leinberger
Richard L. Michaux
Richard W. Miller
Brenda J. Mixson
Thomas H. Nielsen
Lance R. Primis
Allan D. Schuster

: c/o 2900 Eisenhower Avenue, Suite 300, Alexandria, Virginia 22314

FILED

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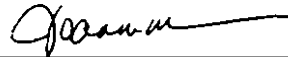
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Officers:

Gilbert M. Meyer	Executive Chairman of the Board
Richard L. Michaux	Chief Executive Officer
Charles H. Berman	President and Chief Operating Officer
Bryce Blair	Senior Vice President - Development/Acquisitions
Robert H. Slater	Senior Vice President - Property Operations
Thomas J. Sargeant	Senior Vice President - Chief Financial Officer
Jeffrey B. Van Horn	Senior Vice President - Investments
Max L. Gardner	Senior Vice President - Merger Integration
Morton L. Newman	Senior Vice President - Construction
Debra L. Shotwell	Senior Vice President - Administration
Joanne A. Lockridge	Assistant Secretary

: c/o 2900 Eisenhower Avenue, Suite 300, Alexandria, Virginia 22314

AVALON BAY COMMUNITIES, INC.



Joanne A. Lockridge
Assistant Secretary

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STATE OF CONNECTICUT)

COUNTY OF Fairfield) ss.
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On August 6, 1998, before me, Joanne Lockridge, Assistant Secretary of Avalon Bay Communities, Inc., personally appeared, personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that she executed the same in his authorized capacity, and that by her signature on the instrument the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature Of Notary Darlene M. Kesnick
Exp. 10-31-2002

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