

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

**Affordable Residential Communities IV, LP**

Individual(s)       Association  
 General Partnership     Limited Partnership  
 Corporation

Other: **Limited Partnership Delaware**  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and Address of receiving party(ies)

**Affordable Residential Communities LP  
600 Grant Street, Suite 900  
Denver, CO 80203**

Individual(s) citizenship

Association  
 General Partnership  
 Limited Partnership - **DELAWARE**  
 Corporation  
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment       Merger  
 Security Agreement     Change of Name  
 Other:

Execution Date: **October 17, 2003**

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

76267377  
76049258

B. Trademark Registration No(s).

2479632    2776259  
2490677  
2513733  
2497980  
2509493

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

**BRUCE GOLDNER, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
Four Times Square  
New York, New York 10036**

6. Total number of applications/registrations involved: 8

7. Total fee (37 CFR 3.41) **\$215**

All fees and any deficiencies are authorized to be charged to Deposit Account  
**(Our Ref. 007780/25)**

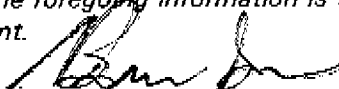
8. Deposit Account No. 19-2385

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

BRUCE GOLDNER



February 12, 2004

Name

Signature

Date

Total number of pages including cover sheet, attachments, and document: 3

CH \$215.00 192385 76267377

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "AFFORDABLE RESIDENTIAL COMMUNITIES LP" AS RECEIVED AND FILED IN THIS OFFICE.

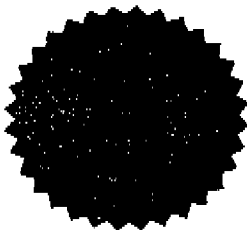
THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

STATEMENT OF PARTNERSHIP EXISTENCE, FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2000, AT 9 O'CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "AFFORDABLE RESIDENTIAL COMMUNITIES, IV" TO "AFFORDABLE RESIDENTIAL COMMUNITIES IV, LP", FILED THE SECOND DAY OF MAY, A.D. 2002, AT 7:30 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "AFFORDABLE RESIDENTIAL COMMUNITIES IV, LP" TO "AFFORDABLE RESIDENTIAL COMMUNITIES LP", FILED THE SEVENTEENTH DAY OF OCTOBER, A.D. 2003, AT 4:52 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED PARTNERSHIP.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3308145 8100H

AUTHENTICATION: 2833881

030831814

DATE: 12/23/03 TRADEMARK

REEL: 002793 FRAME: 0688

**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
AFFORDABLE RESIDENTIAL COMMUNITIES IV, LP**

Affordable Residential Communities IV, LP, a Delaware limited partnership, does hereby certify as follows:

1. The name of the limited partnership is Affordable Residential Communities IV, LP.

2. Paragraph 1 of the Certificate of Limited Partnership (the "Certificate") is hereby amended to read in its entirety as set forth below:

"1. The name of the Limited Partnership is Affordable Residential Communities LP."

3. Except as amended hereby, all of the provisions of the Certificate shall continue in full force and effect.

**AFFORDABLE RESIDENTIAL  
COMMUNITIES IV, LP**

By: ARC IV RETT, INC.  
(General Partner)

By:   
Name: Scott L. Gsell  
Title: Executive Vice President

Dated: October 17, 2003