



AZ CORPORATION COMMISSION  
FILED

STATE OF ARIZONA

NOV 21 2008

OFFICE OF THE  
CORPORATION COMMISSION  
AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION

FILE NO. L-1235988-6

Pursuant to A.R.S. '29-633, the undersigned states as follows:

1. The current name of the limited liability company is;  
Cancion Long Term Investment, L.L.C.
2. The date of filing of the initial Articles of Organization was October 18, 2005, instrument number L-1235988-6;
3. The address of the known place of business in Arizona is;  
2850 E. Skyline Drive, Suite 200  
Tucson, Arizona 85718
4. The name and address of the statutory agent is:  
  
Randal G. Dix  
6850 N. Oracle Road  
Tucson, Arizona 85704
5. Article III of the Articles of Organization is amended to read in its entirety as follows:

**ARTICLE I**

The name and address of the statutory agent is:

Randal G. Dix  
2850 E. Skyline Drive, Suite 200  
Tucson, Arizona 85718

6. Article IV of the Articles of Organization is amended to read in its entirety as follows:

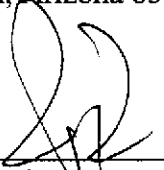
**ARTICLE II**

IV. Management of the limited liability company is vested in a manager. The names and addresses of each person who is a member and owns twenty percent or greater interest in the capital or profits of the limited liability company are:

Transwest Partners, L.L.C.      Cancion Management, Inc.  
(Member)                              (Manager)  
2850 E. Skyline, Suite 200      2850 E. Skyline Drive, Suite 200  
Tucson, Arizona 85718          Tucson, Arizona 85718

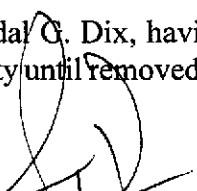
The names and addresses of each member that owns less than twenty percent are:

Boardwalk Apartments Limited Partnership 2850 E. Skyline Drive, Suite 200 Tucson, Arizona 85718	8.27%
Quail Bluff Limited Partnership 2850 E. Skyline Drive, Suite 200 Tucson, Arizona 85718	11.81%
The Gables at Westlake Limited Partnership 2850 E. Skyline Drive, Suite 200 Tucson, Arizona 85718	12.99%
Meadow Glen Limited Partnership 2850 E. Skyline Drive, Suite 200 Tucson, Arizona 85718	7.08%
Willow Creek of Oklahoma Limited Partnership 2850 E. Skyline Drive, Suite 200 Tucson, Arizona 85718	3.54%

By:   
Cancion Management, Inc. (Manager)  
Randal G. Dix, President

Date: 12/1/08

I, Randal G. Dix, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

  
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Randal G. Dix