

CT CORPORATION SYSTEM

A32246

02 MAY -6 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

CORPORATION(S) NAME

2) Brandon Land Partners, Ltd.

900005462489--6  
-05/06/02-01051-031  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

900005462489--6  
-05/06/02-01051-032  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

- Profit
- Amendment
- Merger
- Nonprofit
- Foreign
- Dissolution/Withdrawal
- Mark
- Reinstatement
- Limited Partnership
- Annual Report
- Other
- LLC
- Name Registration
- Change of RA
- Fictitious Name
- UCC
- Certified Copy
- Photocopies
- CUS
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

02 MAY -6 PM 11:11  
RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

5/6/02

Order#: 5323971

kf

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

BK

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

FILED  
02 MAY -8 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF**

Brandon Land Partners, Ltd

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept of State on 11/20/91, adopts the following certificate of amendment to its certificate of limited partnership.

**FIRST:** Amendment(s) (indicate article number(s) being amended, added, or deleted)

The names and addresses of the partners are:

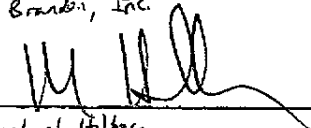
General Partner:  
WEA Brandon II GP, LLC MB2000000967  
11601 Wilshire Boulevard, 12th Floor, Los Angeles, CA 90025  
Attn. Office of Legal Counsel

Limited Partner:  
Urban Shopping Centers, L.P.  
11601 Wilshire Boulevard, 12th Floor, Los Angeles, CA 90025  
Attn. Office of Legal Counsel

**SECOND:** This certificate of amendment shall be effective at the time of its filing with the Florida Department of State

**THIRD:** Signature(s)

Signature of current general partner:

USC Brandon, Inc.  
  
Michael Hilborn  
Senior Vice President

Signature(s) of new general partner(s), if applicable:

SEE ATTACHED  
\_\_\_\_\_  
\_\_\_\_\_

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FIRST:** Amendment(s): (indicate article number(s) being amended, added, or deleted)

The names and addresses of the partners are:

General Partner:

WEA Brandon II GP, LLC  
11601 Wilshire Boulevard, 12th Floor, Los Angeles, CA 90025  
Attn: Office of Legal Counsel

Limited Partner:

Urban Shopping Centers, L.P.  
11601 Wilshire Boulevard, 12th Floor, Los Angeles, CA 90025  
Attn: Office of Legal Counsel

**SECOND:** This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

**THIRD:** Signature(s)

Signature of current general partner:

\_\_\_\_\_

Signature(s) of new general partner(s), if applicable:

SEE ATTACHED

\_\_\_\_\_

\_\_\_\_\_

BRANDON LAND PARTNERS, LTD., a Florida limited partnership

By: WEA Brandon II GP, LLC, a Delaware limited liability company, its general partner

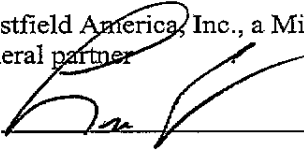
By: Westfield Growth LP, a Delaware limited partnership, its general partner

By: Westfield Growth II LP, a Delaware limited partnership, its general partner

By: Westfield Centers LLC, a Delaware limited liability company, its general partner

By: Westfield America Limited Partnership, a Delaware limited partnership, its sole member

By: Westfield America, Inc., a Missouri corporation, its general partner

By:   
Its: \_\_\_\_\_

LEESA A. ASHLEY  
ASSISTANT SECRETARY

02 MAY -6 PM 2:41  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA