

D. BRUCE



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 752358 4320946

AUTHORIZATION

COST LIMIT \$ 52.50

ORDER DATE : August 5, 2013

ORDER TIME : 2:28 PM

ORDER NO. : 752358-010

CUSTOMER NO: 4320946

FOREIGN FILINGS

NAME: FIRST STATES INVESTORS FPC,
L.P.

 CORPORATE
XX LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____

SECRETARY OF STATE
TALLAHASSEE FLORIDA
7000 N. W. 11TH AVENUE
SUITE 1000
FORT LAUDERDALE, FL 33304

AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

First States Investors FPC, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 03/18/2008

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

First States Investors FPC GP, LLC

7501 Wisconsin Avenue, Suite 500 West
Bethesda, MD 20814

MD9000001287

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 20 2008

ATTACHMENT

AMENDMENT

FIRST STATES INVESTORS FPC, L.P.

EXECUTION

First States Investors FPC, L.P.

By: First States Investors FPC GP, LLC, A Delaware limited liability company, its general partner

By: First States Investors Asset Group A, L.P., a Delaware limited partnership, its sole member

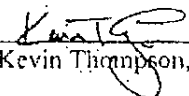
By: First States Investors Asset Group A GP, LLC, a Delaware limited liability company, its general partner

By: GKK AFR Holdings LLC, a Delaware limited liability company, its sole member

By: AFR Equity Holdings LLC, a Delaware limited liability company, its sole member

By: Gramercy Real Estate CDO 2006-1, Ltd., a Cayman Islands exempted company with limited liability, its manager

By: CWCapital Asset Management LLC, a Delaware limited liability company, solely in its capacity as Special Servicer to Gramercy Real Estate CDO 2006-1, Ltd.

By: 
Kevin Thompson, Vice President

Dated: July 26, 2013

SECRETARY OF STATE
TALLAHASSEE FLORIDA