

M03000000465

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

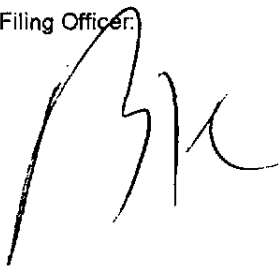
PICK-UP WAIT MAIL

(Business Entity Name)

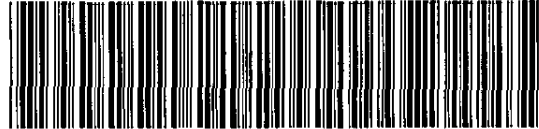
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



Office Use Only



100050601491

04/21/05--01003--008 **30.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
05 APR 20 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

April 20, 2005

Department of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
05 APR 20 AM 8:49
SECURITY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6344645 SO
Customer Reference 1:
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

Inland Southeast Berry Town, L.L.C. (DE)
New Name: New Name: Inland Southeast Clearwater Development, L.L.C.
Evidence of Amendment
Florida

Inland Southeast Clearwater Development, L.L.C. (DE)
Certificate of Status-Foreign
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Stephanie Sanders
Fulfillment Specialist
Stephanie_Sanders@cch-lis.com

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

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Inland Southeast Berry Town, L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: February 7, 2003

05 APR 20 AM 8:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? April 14, 2005
5. New name of the limited liability company: Inland Southeast Clearwater Development, L.L.C.
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Dated: April 19, 2005

Inland Southeast Clearwater Development, L.L.C., a
Delaware limited liability company,

By: Inland Retail Real Estate Limited Partnership,
an Illinois limited partnership, its sole member
By: Inland Retail Real Estate Trust, Inc., a
Maryland corporation, its general
partner

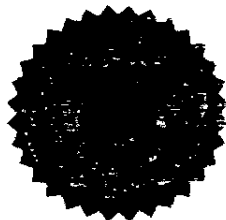
By: 
Debra A. Palmer, Assistant Secretary

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "INLAND SOUTHEAST BERRY TOWN, L.L.C.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "INLAND SOUTHEAST CLEARWATER DEVELOPMENT, L.L.C.", THE FOURTEENTH DAY OF APRIL, A.D. 2005, AT 4 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3619190 8320

AUTHENTICATION: 3814827

050306172

DATE: 04-15-05