M07000000244

Florida Department of State
Division of Corporations
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VERDE PINES CITY CENTER PLAZA LLC

Certificate of Status	0
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G. HARVEY
NOV 21 2008
EXAMINER

November 20, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

VERDE PINES CITY CENTER PLAZA LLC
201 EAST MAIN DRIVE, 4TH FLOOR
EL PASO, TX 79901

SUBJECT: VERDE PINES CITY CENTER PLAZA LLC
REF: M07000000244

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Marsha Thomas
Regulatory Specialist II

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TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO ... 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: Verde Pines City Center Plaza, LLC

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: 01/12/2007

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? ________

5. New name of the limited liability company: Pembroke Place Property, LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

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.

Valerie Hawk

Signature of a member or the authorized representative of a member

By V.Hawk as atty-in-fact
VERDE REALTY OPERATING PARTNERSHIP, L.P. MGRM

Typed or printed name of signee

Filing Fee: $25.00

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TALLAHASSEE, FLORIDA

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "VERDE PINES CITY CENTER PLAZA LLC", CHANGING ITS NAME FROM "VERDE PINES CITY CENTER PLAZA LLC" TO "PEMBROKE PLACE PROPERTY, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2008, AT 5:16 O'CLOCK P.M.

4283437 8100

081126824

You may verify this certificate online at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6974595

DATE: 11-18-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:16 PM 11/18/2008
FILED 05:16 PM 11/18/2008
SRV 081126924 - 4283437 FILE

AMENDED AND RESTATED CERTIFICATE OF FORMATION OF VERDE PINES CITY CENTER PLAZA LLC

THIS Amended and Restated Certificate of Formation of Verde Pines City Center Plaza LLC (the "Company"), dated as of November 18, 2008, has been duly executed and is being filed by the undersigned, as an authorized person, in accordance with the provisions of 6 Del. C. §18-208, to amend and restate the original Certificate of Formation of the Company, which was filed on January 11, 2007, with the Secretary of State of the State of Delaware (the "Certificate"), to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

The Certificate is hereby amended and restated in its entirety to read as follows:

1. Name The name of the limited liability company is Pembroke Place Property, LLC.

2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o Corporate Creations Network Inc., 3411 Silverside Road, Rodney Building #104, Wilmington, New Castle County, Delaware 19810.

3. Registered Agent. The name and address of the registered agent of the Company in the State of Delaware is Corporate Creations Network Inc., 3411 Silverside Road, Rodney Building #104, Wilmington, New Castle County, Delaware 19810.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation as of the date first above written.

Name: A. Richard Moore
Title: Chief Financial Officer