P33317

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

400002661624--9
-10/12/98--01084--014
*****35.00 *****35.00

FILED
98 OCT 12 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

ERE Yarmouth Retail, Inc.

Change Name To: LaSalle Partners Retail 1, Inc.

( ) Profit ( ) NonProfit ( ) Limited Liability Co. ( ) Foreign	(X) Amendment ( ) Dissolution/Withdrawal	( ) Merger ( ) Mark
( ) Limited Partnership ( ) Reinstatement	( ) Annual Report ( ) Reservation	( ) Other UCC Filing ( ) Change of R.A. ( ) Fic. Name
( ) Certified Copy	( ) Photo Copies	( ) CUS
( ) Call When Ready ■ Walk In ( ) Mail Out	( ) Call if Problem	( ) After 4:30 ■ Pick Up

RECEIVED
98 OCT 12 AM 11:44
DIVISION OF CORPORATIONS

Name Availability	
Document Examiner	
Updater	10/13
Verifier	
Acknowledgment	

10/12

PLEASE RETURN EXTRA COPI
FILE STAMPED
JEFF BUTTERFIELD

RECEIVED

98 OCT 13 AM 11: 12

DIVISION OF CORPORATION

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

walk-in
pick-up

October 12, 1998

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ERE YARMOUTH RETAIL, INC.
Ref. Number: P33317

We have received your document for ERE YARMOUTH RETAIL, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The certificate from the state of Delaware show the file date of the amendment to be September 30, 1998. Please correct your document accordingly.

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

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 698A00050582

ATTN: TERESA BROWN
please Backdate

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
98 OCT 12 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. ERE Yarmouth Retail, Inc.
Name of corporation as it appears within the records of the Department of State:

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: December 27, 1991

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

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

September 30, 1998

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

LaSalle Partners Retail 1, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

____

Signature
Name and Title
Thomas A. McKean, Secretary and V.P.

10-1-98
Date

(FLA.- 2251 - 3/19/93)
C T SYSTEM

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ERE YARMOUTH RETAIL, INC.", CHANGING ITS NAME FROM "ERE YARMOUTH RETAIL, INC." TO "LASALLE PARTNERS RETAIL I, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT 4:30 O'CLOCK P.M.

Edward J. Freel, Secretary of State

2229953 8100

981381645

AUTHENTICATION: 9333886

DATE: 10-01-98

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

ERE Yarmouth Retail, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of ERE Yarmouth Retail, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

The name of the Corporation has been changed from ERE Yarmouth Retail, Inc. to LaSalle Partners Retail 1, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said **ERE Yarmouth Retail, Inc.** has caused this certificate to be signed by Thomas A. McKean, its Secretary, this Twenty-Fifth day of September, 1998.

ERE Yarmouth Retail, Inc.

By

Thomas A. McKean
Secretary