847299

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 784894 4379488

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 140.00

ORDER DATE : April 16, 1998

ORDER TIME : 9:53 AM

ORDER NO. : 784894-060

CUSTOMER NO: 4379488

CUSTOMER: Ms. Kelsa L. Jones
Cb Commercial Real Estate
533 South Fremont Avenue
7th Floor
Los Angeles, CA 90071

900002493129--8

FILED
98 APR 20 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 APR 20 AM 10:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: CB COMMERCIAL REAL ESTATE GROUP, INC.

XX PROFIT
____ NON-PROFIT

XX CORPORATE
____ LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX [redacted]
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

4/20

Joy
Name Change
C.C:2

PROFIT CORPORATION

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

(Pursuant to s. 607.1504, F.S.)

FILED
98 APR 20 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I

(1-3 must be completed)

1. CB Commercial Real Estate Group, Inc.
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under the laws of

3. October 22, 1980
Date authorized to do business in Florida

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? April 17, 1998

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

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

No change
New Duration

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

No change
New Jurisdiction

Trude Tsujimoto
Signature

April 17, 1998
Date

Trude A. Tsujimoto
Typed or printed name

Secretary
Title

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CB COMMERCIAL REAL ESTATE GROUP, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CB RICHARD ELLIS, INC.", THE SEVENTEENTH DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

Edward J. Freel

Edward J. Freel, Secretary of State

0777218 8320

981146755

AUTHENTICATION: 9032003

DATE: 04-17-98