

Division of Corporations

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A144404

Florida Department of State
Division of Corporations
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RE-SUBMIT

To: Division of Corporations
Fax Number : (850) 617-6383

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From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

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TALLAHASSEE, FLORIDA

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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION
WESTFIELD BRANDON PARTNERS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	05
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JUN 07 2013

D. BRUCE

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
WESTFIELD BRANDON PARTNERS, LTD.

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on April 27, 1983, assigned Florida document number A14404, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to restate the certificate of limited partnership in its entirety as follows:

1. The name of the limited partnership is Westfield Brandon Partners, Ltd.
2. The principal office address and the mailing address of the limited partnership is:
c/o Westfield, LLC
2049 Century Park East, 41st Floor
Los Angeles, CA 90067
3. The name of the registered agent for service of process is CT Corporation System.
4. The Florida street address for the registered agent is:

CT Corporation System
1200 S. Pine Island Road
Plantation, FL 33324

5. Name and business address of each general partner being added:

Name:

Brandon Shopping Center Holdings, LLC

M13-3570

Business Address:

c/o Westfield, LLC
2049 Century Park East, 41st Floor
Los Angeles, CA 90067

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6. Name and business address of each general partner being removed:

Name:

Business Address:

Urban Shopping Centers, L.P.

c/o Westfield, LLC
2049 Century Park East, 41st Floor
Los Angeles, CA 90067

[Signature pages follow]

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Signature of all general partners:

BRANDON SHOPPING CENTER HOLDINGS, LLC,
a Delaware limited liability company

By: West-OC, LLC, a Delaware limited liability
company, its managing member

By: Westfield America Limited Partnership, a
Delaware limited partnership, its managing
member

By: Westfield U.S. Holdings, LLC, a Delaware limited
liability company, its general partner

By: 

Name: Peter R. Schwartz

Title: Senior Executive Vice President,
General Counsel and Secretary

Signature of new general partner:

BRANDON SHOPPING CENTER HOLDINGS, LLC,
a Delaware limited liability company

By: West-OC, LLC, a Delaware limited liability
company, its managing member

By: Westfield America Limited Partnership, a
Delaware limited partnership, its managing
member

By: Westfield U.S. Holdings, LLC, a Delaware limited
liability company, its general partner

By: 

Name: Peter R. Schwartz

Title: Senior Executive Vice President,
General Counsel and Secretary

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[Certificate of Amendment to Certificate of Limited Partnership]

Signature of dissociating general partner:

URBAN SHOPPING CENTERS, L.P., an Illinois
limited partnership

By: Head Acquisition, LP, a Delaware limited
partnership, its general partner

By: Growth Head GP, LLC, a Delaware limited
liability company, its general partner

By: Westfield Head LP, a Delaware limited
partnership, its sole member

By: Westfield America Investor LP, a Delaware
limited partnership, its general partner

By: Westfield America G.P., Inc., a Delaware
corporation, its general partner

By: 

Name:

Peter R. Schwartz

Title:

Senior Executive
Vice President and Secretary

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[Certificate of Amendment to Certificate of Limited Partnership]