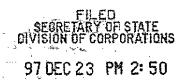
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CERTIFICATE OF AMENDMENT TO APPLICATION FOR REGISTRATION OF



Public Storage Institutional Fund II, A California Limited Partnership

Pursuant to the provisions of section 620.173, Florida Statures, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

Previous General Partner:

B. Wayne Hughes An Individual

Current General Partner: 701 Western Avenue, # 200 HFAC Three, Inc. F 701 Western Avenue, # 200 Document Number: \$96000002629 Colendate, CA 91201-2349

This change was effective June 17, 1997.

HFAC Three, Inc.

Obren B. Gerich, Vice President

Date: Pec. 8, 1997

STATE OF CALIFORNIA COUNTY OF LOS ANGELES

On 12-8-9 before me, Joseph A. Dizon, personally appeared Obren B. Gerich, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature Joseph U. Mugar

JOSEPH A. DIZON
Commission #1072602
Notary Public — California
Los Angeles County
My Comm. Expires Sep 17, 1999