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(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY -9 PM 1:04

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NNN Ster Texas LP

(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Kella Schaible

(Contact Person)

National Retail Properties, Inc.

(Firm/Company)

450 South Orange Avenue, Suite 900

(Address)

Orlando, Florida 32801

(City, State and Zip Code)

For further information concerning this matter, please call:

Kella Schaible at (407) 650-1505

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$52.50 Filing Fee

☐ \$61.25 Filing Fee
and Certificate of
Status

☐ \$105.00 Filing Fee
and Certified Copy

☐ \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

NNN Ster Texas LP

2. The jurisdiction of its formation is: Texas

3. The date the entity was authorized to transact business in Florida is: 11/13/2006

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

NNN Texas GP Corp.

450 South Orange Avenue, Suite 900
Orlando, Florida 32801

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

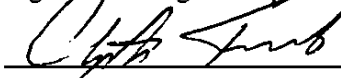
8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- ☐ The entity elects to be a limited liability limited partnership.
- ☐ The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, 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.

10. Effective date, if other than the date of filing: _____.
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

Christopher P. Tessitore as Secretary of the General Partner

ame

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

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Delaware

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The First State

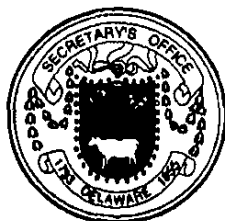
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CNLR TEXAS GP CORP.", CHANGING ITS NAME FROM "CNLR TEXAS GP CORP." TO "NNN TEXAS GP CORP.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF OCTOBER, A.D. 2006, AT 9:29 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY -9 PM 1:04

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5629046
DATE: 04-26-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:04 AM 10/18/2006
FILED 09:29 AM 10/18/2006
SRV 060954046 - 3449320 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

CNLR TEXAS GP CORP.**

This Certificate of Amendment (the "Amendment") dated October 13, 2006, is entered into with respect to the Certificate of Incorporation of CNLR TEXAS GP CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"). The Corporation hereby certifies as follows:

RECITALS

FIRST: The name of the Corporation is CNLR Texas GP Corp. The date of filing of its original Certificate of Incorporation with the Secretary of State of the State of Delaware was October 24, 2001.


SECOND: That the sole Shareholder and the Board of Directors (the "Board") of said Corporation, by unanimous written consents 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 CNLR Texas GP Corp. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

FIRST: The name of the corporation shall be NNN Texas GP Corp.

THIRD: That the aforesaid Amendment was duly adopted in accordance with the applicable provisions of sections 141(f) and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the President and Secretary of the corporation have executed this Certificate of Amendment as of the day and year first written above.


Julian E. Whitehurst, President


Christopher P. Tessitore, Secretary

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