
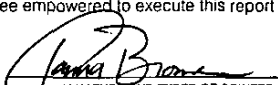


2005 LIMITED PARTNERSHIP ANNUAL REPORT

Due By September 7, 2005

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

05 AUG -3 AM 9:51

| | | | |
|---|-------------------------|--|---------|
| DOCUMENT # B04000000191 | |  | |
| 1. Entity Name AMB INSTITUTIONAL ALLIANCE FUND II, L.P. | | | |
| Principal Place of Business PIER 1, BAY 1 SAN FRANCISCO, CA 94111 | | Mailing Address PIER 1, BAY 1 SAN FRANCISCO, CA 94111 | |
| 2. Principal Place of Business | | 3. Mailing Address Pier 1, Bay 1 Legal Dept. | |
| Suite, Apt. #, etc. | | Suite, Apt. #, etc. | |
| City & State | | City & State San Francisco, CA | |
| Zip | Country | Zip | Country |
| | | 94111 | USA |
| 4. FEI Number | | 91-2096439 | |
| 5. Certificate of Status Desired | | <input checked="" type="checkbox"/> \$8.75 Additional Fee Required | |
| 6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL 32301-2525 | | 7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code | |
| 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. | | | |
| SIGNATURE _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable.</small> | | | |
| 9. Capital Contributions as Shown on record. \$10,165,000.00 | | 10. Amount of Capital Contributions in FLORIDA to date. \$10,165,000 | |
| | | 11. Fees \$526.25 | |
| A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner. | | | |
| 12. GENERAL PARTNER INFORMATION | | 13. ADDRESS CHANGES ONLY | |
| DOCUMENT # | B97000000636 | STREET ADDRESS | |
| NAME | AMB PROPERTY, L.P. | CITY-ST-ZIP | |
| STREET ADDRESS | PIER 1, BAY 1 | | |
| CITY-ST-ZIP | SAN FRANCISCO, CA 94111 | | |
| DOCUMENT # | | STREET ADDRESS | |
| NAME | | CITY-ST-ZIP | |
| STREET ADDRESS | | | |
| CITY-ST-ZIP | | | |
| DOCUMENT # | | STREET ADDRESS | |
| NAME | | CITY-ST-ZIP | |
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| DOCUMENT # | | STREET ADDRESS | |
| NAME | | CITY-ST-ZIP | |
| STREET ADDRESS | | | |
| CITY-ST-ZIP | | | |
| 14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes | | | |
| SIGNATURE:  | | Tamra D. Brune 07/07/05 (415) 394-9000 | |
| SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER | | Date Daytime Phone # | |

④ See attached Signature page.

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STATE OF FLORIDA
2005 LIMITED PARTNERSHIP ANNUAL REPORT
of
AMB INSTITUTIONAL ALLIANCE FUND II, L.P.

Signature Page

AMB INSTITUTIONAL ALLIANCE FUND II, L.P.
a Delaware limited partnership

By: AMB Property, L.P.,
a Delaware limited partnership
its General Partner

By: AMB Property Corporation
a Maryland Corporation
its General Partner

By: 
Tamra D. Browne, Senior Vice President,
General Counsel & Secretary