

BO4000000/91

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

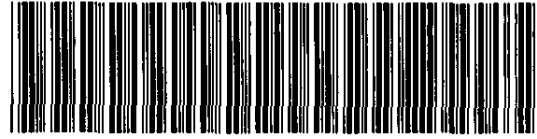
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700255008477

2014 JAN -8 AM 10:01
STATE OF FLORIDA
TALLAHASSEE

FILED

RECEIVED
STATE OF FLORIDA
14 JAN 8 PM 1:55

JAN 09 2014

CLERK



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 952606 7143029
AUTHORIZATION : [Signature]
COST LIMIT : \$752.50

ORDER DATE : January 7, 2014
ORDER TIME : 9:45 AM
ORDER NO. : 952606-010
CUSTOMER NO: 7143029

FOREIGN FILINGS

NAME: PROLOGIS INSTITUTIONAL ALLIANCE FUND 2, L.P.

CORPORATE
XX LIMITED PARTNERSHIP
LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# PP22

EXAMINER: _____

FILED
2014 JAN - 8 AM 10:01
TALLAHASSEE FLORIDA

**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:

Prologis Institutional Alliance Fund 2, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 5/6/2004

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

Prologis USLV Operating Partnership, L.P.

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:

N/A

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

2014 JAN - 8 AM 10: 01

FILED

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

N/A

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

N/A

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: Upon 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:

Michael T. Blair, Managing Director and Assistant Secretary of Prologis, Inc., the general partner of Prologis, L.P., the general partner of Prologis USLV Operating Partnership, L.P.

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

FILED
2014 JAN - 8 AM 10: 01
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PROLOGIS INSTITUTIONAL ALLIANCE FUND 2, L.P.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PROLOGIS USLV OPERATING PARTNERSHIP, L.P.", THE SIXTH DAY OF JANUARY, A.D. 2014, AT 12:05 O'CLOCK P.M.

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

FILED
2014 JAN - 8 AM 10: 01
STATE OF DELAWARE
TALLAHASSEE FLORIDA

3326991 8320

140020503

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1040750

DATE: 01-08-14