

B0400000295
Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H12000125785 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-0821
Fax Number : (850) 558-1515

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
PROLOGIS NORTH CAROLINA LIMITED PARTNERSHIP**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$52.50

RECEIVED

12 MAY -7 AM 7:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 MAY -7 AM 9:39

FILED

Electronic Filing Menu Corporate Filing Menu

Help
D. BRUCE
MAY 08 2012
EXAMINER

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-North Carolina Limited Partnership

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 06/29/04

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:

Table with 2 columns: Name, Business Address. Contains entries for ProLogis-North Carolina (1) Incorporated (Withdraw) and ProLogis North Carolina GP LLC (New) with handwritten ID M11000002771.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
12 MAY - 7 AM 9:39

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: 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:

Edward S. Nekritz

Typed or printed name:

Edward S. Nekritz, General Counsel & Secretary of

Prologis, the sole member of Prologis North Carolina GP LLC, the general partner

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

FILED
 12 MAY -7 AM 9:39
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA