

To: FL Dept. of State
Subject: 001988-119226
Division of Corporations

From: Katie Wonsch

Thursday, February 4, 2010 11:29 AM Page 1 of 4

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BO4 000000518

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

001988-119226

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Email Address: _____

RECEIVED
10 FEB -4 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION
AMB INSTITUTIONAL ALLIANCE FUND III, L.P.

Certificate of Status	0
Certified Copy	0
Page Count	4
Estimated Charge	\$52.50

T. CLINE

FEB - 5 2010

EXAMINER

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Corporate Filing Menu

Help

BO4-518

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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:

AMB INSTITUTIONAL ALLIANCE FUND III, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 12/01/2004

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

AMB U.S. Logistics Fund, 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:

no change

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
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_____	_____
_____	_____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 FEB -4 AM 9:20

OFFICE

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
no change

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

no change

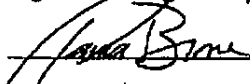
8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- 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:

AMB U.S. Logistics Fund, L.P., a Delaware limited partnership By: AMB Property, L.P., its General Partner By: AMB Property Corporation, its General Partner By: Timro D. Browne, Senior Vice President, General Counsel and Secretary

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

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AMB INSTITUTIONAL ALLIANCE FUND III, L.P.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "AMB U.S. LOGISTICS FUND, L.P.", THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2010, AT 1:10 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.

2010 FEB -4 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3704339 8320

100103165

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7795273

DATE: 02-03-10

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