

B0500000/66

Florida Department of State
Division of Corporations
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E S U B M I T

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(((H05000084880 3)))

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To:

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Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
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Phone : (850) 521-1000
Fax Number : (850) 558-1575

FILED
2005 APR -7 AM 10:01
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SYL

FOREIGN LIMITED PARTNERSHIP

AMB PARTNERS II, L.P.

Certificate of Status	0
Certified Copy	0
Page Count	6
Estimated Charge	\$1,785.00

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W05-18205

J. BRYAN APR 13 2005

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4/12/2005 8:18

PAGE 001/001

Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 12, 2005

CORPORATION SERVICE COMPANY

SUBJECT: AMB PARTNERS II, L.P.
REF: W05000018205

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Section 620.108, Florida Statutes, requires the address of the office where the records are to be kept be included in the certificate.

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Joey Bryan
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DIVISION OF CORPORATIONS

Mar-29-2005 04:46pm From:AMB

+4153848001

T-288 P.007/008 F-370

H05000084880 3

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. AMB Partners II, L.P.

(Name of limited partnership as it is in the home state)

2. N/A

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. November 21, 2000

(Date of Formation)

5. Corporation Service Company

(Name of Registered Agent for Service of Process)

6. 1201 Ways Street

(Street Address of Registered Office)

Tallahassee

(City)

Florida 32302

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Corporation Service Company

Carla Lohi

By: Carla Lohi

Asst. Vice President

(Agent must sign on this line)

8. Pier 1, Bay 1, San Francisco, CA 94111

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

897000000636AMB Property, L.P.Pier 1, Bay 1, San Francisco, CA 9411110. Pier 1, Bay 1, San Francisco, CA 94111

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

H05000084880 3

2005 APR -7 AM 10:01
FILLED
JULIAN E. CORPORATION'S
TALLAHASSEE, FLORIDA

Mar-29-2005 04:45pm From:AMB

+158849001

T-205 P.008/008 F-870

H05000084880 3

12.

Pier 1, Bay 1, San Francisco, CA 94111

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 31st day of March, 2005

See Schedule attached hereto
General Partner

STATE OF CaliforniaCOUNTY OF San FranciscoOn this 29th day of March, 2005Tanya Brumme

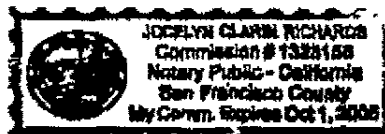
personally appeared before me,

☒ who is personally known to me☐ whose identity I proved on the basis of _____

Jocelyn Clarin Richards
(Notary Public Signature)

Jocelyn Clarin Richards
(Notary's Printed Name)

Seal

My Commission Expires October 1, 2005

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ATLANTA, FLORIDA
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SCHEDULE 1
TO
APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and the facts stated herein are true and correct.

This 31st day of March 2005.

AMB PROPERTY, L.P.,
a Delaware limited partnership,
its general partner

By: AME Property Corporation,
Maryland corporation,
its general partner

By: Tamra Browne
Name: Tamra Browne
Title: SVP, General Counsel & Secretary

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2005 APR -7 AM 10:01
JULIANNE CORPORATIONS
TALLAHASSEE, FLORIDA

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H05000084880 3

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Tamra D. Browne in her capacity as Senior Vice President, General Counsel and Secretary of AMB Property Corporation, in its capacity as general partner of AMB Property, L.P., in its capacity as general partner of AMB Partners II, L.P., certifies as follows:

1. The amount of capital contributions of the limited partnership is \$ 236,774,761
2. The anticipated amount of the capital contribution of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 9,375,639

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated are true and correct.

Signed this 31st day of March, 2005.

AMB PROPERTY, L.P.,
a Delaware limited partnership,
its general partner

By: AMB Property Corporation,
Maryland corporation,
its general partner

By: Tamra Browne
Name: TAMARA BROWNE
Title: SV, GENERAL COUNSEL & SECRETARY

STATE OF California

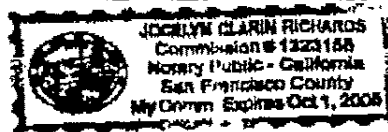
COUNTY OF San Francisco

On this day 29th day of March, 2005

Tamra Browne, personally appeared before me,

☒ who is personally known to me
☐ whose identity I proved on the basis of _____

Jocelyn Clarin Richards
(Notary Public Signature)
Jocelyn Clarin Richards
(Notary's Printed Name)



Seal My Commissions Expires: October 1, 2005

pa-867505 v1

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