

B07600000235

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

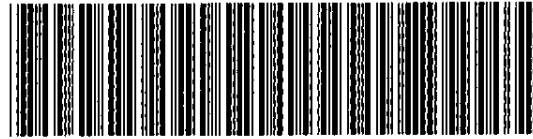
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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04/28/08--01002--022 **105.00

RECEIVED
08 APR 25 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. KOHR

APR 25 2008

EXAMINER



UCC FILING & SEARCH SERVICES, INC.
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 Tallahassee, Florida 32309
 (850) 681-6528

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April 25, 2008

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

AMB Property II, L.P.

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 TALLAHASSEE, FLORIDA

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**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 Property II, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 7/30/2007

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 L.L.L.P.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

AMB Property Holding Corporation

Pier 1, Bay 1, San Francisco, CA 94111

FOYUUUUUUUU29

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TALLAHASSEE, FLORIDA

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:

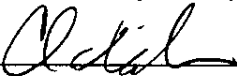
8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- 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: _____
(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:

Clarinda Low, Vice President, Associate Counsel of AMB Property Holding Corporation, the general Partner of AMB Property II, L.P.

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

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AMB PROPERTY II, L.P.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF APRIL, A.D. 2008, AT 12:08 O'CLOCK P.M.

2806080 8100

080466988

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6547193

DATE: 04-24-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:08 PM 04/24/2008
FILED 12:08 PM 04/24/2008
SRV 080466988 - 2806080 FILE

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
AMB PROPERTY II, L.P.

It is hereby certified that:

FIRST: The name of the limited partnership (the "Partnership") is AMB Property II, L.P

SECOND: Pursuant to provisions of Section 17-202, Title 6 of the Delaware Code, paragraph 3 of the Certificate of Limited Partnership is restated as follows:

"3. The name and address of the sole general partner is:

AMB Property Holding Corporation, a Maryland corporation
Pier 1, Bay 1
San Francisco, California 94111"

IN WITNESS WHEREOF, the undersigned, in its capacity as the general partner of the Partnership, has caused this Certificate of Amendment to Certificate of Limited Partnership to be duly executed as of the 1st day of January, 2008.

AMB PROPERTY HOLDING CORPORATION,
its sole General Partner

By: /s/ Tamra D. Browne
Tamra D. Browne, Senior Vice
President General Counsel and
Secretary