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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

THE MILLS LIMITED PARTNERSHIP OF DELAWARE

Certificate of Status	0
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Page Count	03
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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: The Mills Limited Partnership of Delaware

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: July 26, 1996

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.P.*

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

Name:

Business Address:

TMLP GP, LLC

215 W. Washington St., P.O. Box 7033

Indianapolis, Indiana 46207-7033

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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 old, 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:

TMLP GP, LLC, a Delaware limited liability company

By: James A. Schmidt

Typed or printed name:

James A. Schmidt, Assistant Secretary

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

Page 2 of 2

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 "THE MILLS LIMITED PARTNERSHIP", FILED IN THIS OFFICE ON THE EIGHTH DAY OF AUGUST, A.D. 2007, AT 4:01 O'CLOCK P.M.

2358723 8100

070928544



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5931953

DATE: 08-16-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:01 PM 08/08/2007
FILED 04:01 PM 08/08/2007
SRV 070903183 - 2356723 FILE

**STATE OF DELAWARE
AMENDMENT TO THE CERTIFICATE OF
LIMITED PARTNERSHIP
OF
THE MILLS LIMITED PARTNERSHIP**

The undersigned, desiring to amend the Certificate of Limited Partnership pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Limited Partnership is The Mills Limited Partnership (the "Partnership").

SECOND: The address of its registered office in the State of Delaware is c/o The Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address for services of process is The Corporation Trust Company.

THIRD: The Mills Corporation has withdrawn as the general partner of the Partnership.

FOURTH: Paragraph 3 is amended as follows:

3. Effective August 1, 2007, for accounting purposes only, the name and address of the general partner is as follows:

Name
TMLP GP, LLC, a Delaware
limited liability company

Address
225 W. Washington St.
P.O. Box 7033
Indianapolis, IN 46207-7033

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Certificate of Limited Partnership of The Mills Limited Partnership on this 8th day of August, 2007.

GENERAL PARTNER:

TMLP GP, LLC, a Delaware limited liability company

By: _____

James A. Schmidt, Assistant Secretary