

02/04/05 14:502229428 CTCORPORATIONSYSTEM PAGE 01/02
Division of Corporations Page 1 of 1
B970000000433

Florida Department of State
Division of Corporations
Public Access System

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.

(((H05000055058 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) 205-0383
From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

05 MAR -4 PM 2:30
DIVISION OF CORPORATIONS

FILED
2005 MAR -4 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 03/07/05

LIMITED PARTNERSHIP AMENDMENT

SDG CAPITAL ASSOCIATES LIMITED PARTNERSHIP

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

File 2nd.
File 1st is
audit #
H05000055054 3.

Electronic Filing Menu

Corporate Filing

Public Access Help

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

SDG Capital Associates Limited Partnership
(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

1. The name of the limited partnership is SPG Capital Associates Limited Partnership.
2. The general partner of the limited partnership is SPG Capital VII, LLC, a Delaware limited liability company.

SPG CAPITAL ASSOCIATES LIMITED PARTNERSHIP, a Delaware limited partnership
By: SPG CAPITAL VII, LLC, a Delaware limited liability company, its general partner
By: SIMON PROPERTY GROUP, L.P., a Delaware limited partnership, its sole member
By: SIMON PROPERTY GROUP, INC., a Delaware corporation, its general partner

By: James A. Schmidt
James A. Schmidt, Assistant Secretary

STATE OF INDIANA

COUNTY OF MARION

On this 17 day of February, 2005, James A. Schmidt personally appeared before me,



who is personally known to me



whose identity I proved on the basis of _____

Tracy L. Reinbolt
(Notary Public Signature)

Tracy L. Reinbolt

(Notary's Printed Name)



My Commission Expires:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 MAR -4 AM 9:24