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ACCOUNT NO. : 072100000032

REFERENCE: 435499

5160089

AUTHORIZATION

\$ 52.50 COST LIMIT :

ORDER DATE: February 11, 2004

ORDER TIME : 10:08 AM

ORDER NO. : 435499-010

CUSTOMER NO: 5160089

CUSTOMER: Mr. Scott R. Campbell Amb Property Corporation

Pier 1 Bay1

San Francisco, CA 94111

FOREIGN FILINGS

NAME:

TERRAPIN STATION LIMITED

PARTNERSHIP

XX PROFIT NON-PROFIT	CORPORATE XX LIMITED PARTNERSHIP
XXXX AMENDMENT	
PLEASE RETURN THE FOLLOWING AS	PROOF OF FILING:
CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STA	NDING
CONTACT PERSON: Darlene Ward -	- EXT# 2935

EXAMINER:

STATE of FLORIDA CERTIFICATE of AMENDMENT to APPLICATION of REGISTRATION of



TERRAPIN STATION LIMITED PARTNERSHIP

Pursuant to the provisions of Section 620.173 of the Florida Statutes, this foreign limited partnership, Terrapin Station Limited Partnership, a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Partnership"), hereby submits this Certificate of Amendment to Application for Registration:

The Application for Registration of the Partnership originally filed with the Florida Department of State on February 23, 1998 (the "Original Application"), is amended as follows:

- *Item 5.* The name of the Registered Agent for Service of Process in the State of Florida is Corporation Service Company.
- Item 6. The address of the Registered Office in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301-2525.

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

(Signature of Registered Agent)

Deborah D. Skipper Asst. V. Pres.

(Typed or printed name of Registered Agent and title, if applicable)

Item 8. The address of the principal place of business of the Partnership is:

Terrapin Station Limited Partnership Pier 1, Bay 1 San Francisco, CA 94111

Item 9. LEF/Springs Gate Village, Ltd. (Document number: A97000002575) is hereby removed as the General Partner of the Partnership.

The document number, name and address of the new General Partner of the Partnership is:

#B9700000636 AMB Property, L.P. dba Delaware AMB Property, Limited Partnership Pier 1, Bay 1 San Francisco, CA 94111

Item 12. The mailing address of the Partnership is:

Terrapin Station Limited Partnership Pier 1, Bay 1 San Francisco, CA 94111

[The remainder of this page intentionally left blank.]

It Witness Whereof, under penalty of perjury, the undersigned, being duly sworn, declare that they have read the foregoing and know the contents thereof and that the facts stated in this Certificate of Amendment to Application for Registration of Terrapin Station Limited Partnership are true and correct as of the 9th day of February, 2004.

Former General Partner:

LEF/Springs Gate Village, Ltd.,

a Florida limited partnership,

By: LEF/Springs Gate Village, Inc.

a Florida corporation, its General Partner

By:

Sandra E. Ray, Vice President,

Administration

New/Current General Partner:

AMB Property, L.P.,

a Delaware limited partnership

By: AMB Property Corporation,

a Maryland corporation, its General Partner

is Ocheral Lan

By:

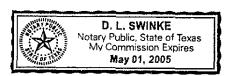
Michael A. Coke, Executive Vice President and Chief Financial Officer



declare that they have read the fore stated in this Certificate of Ame	egoing a	of perjury, the undersigned, being duly sworn, and know the contents thereof and that the facts to Application for Registration of Terrapin orrect as of the day of February, 2004.
Former General Partner:	LEF/Springs Gate Village, Ltd., a Florida limited partnership,	
	Ву:	LEF/Springs Gate Village, Inc. a Florida corporation, its General Partner
		By: Sandra E. Ray, Vice President, Administration
New/Current General Partner:		B Property, L.P., aware limited partnership
	Ву:	AMB Property Corporation, a Maryland corporation, its General Partner By: Michael A. Coke, Executive Vice
		President and Chief Financial Officer



State of Texas
County of Harris
On this 9th day of February, 2004, Sandra E. Ray, personally appeared before me,
who is personally known to me
whose identity I proved on the basis of
D L. Luil
(Notary Public signature)
D. L. Swinke
(Notary's Printed name)
[SEAL] My Commission expires on: 5-1-2005





State of California

County of San Francisco

On this 9th day of February, 2004, Michael A. Coke, personally appeared before me,

X who is personally known to me

whose identity I proved on the basis of _____

(Notary's Printed name)

[SEAL]

My Commission expires on: 11-06-06



