

1399000000183

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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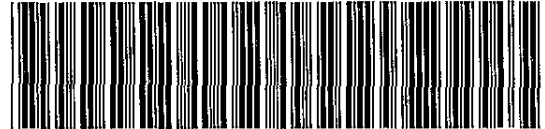
(Business Entity Name)

(Document Number)

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04 MAY 26 PM 2:04 MAY 26 AM 8:47
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK

CT CORPORATION

May 26, 2004

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
04 MAY 26 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5979024 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

U.S. Property Fund GmbH & Co. KG (GERM)
Evidence of Amendment
Florida

Please FILE THIRD.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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

FILED
04 MAY 26 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

U.S. Property Fund GmbH & Co. KG 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:

The original general partner of the limited partnership, TMW U.S. Property Fund Fund Management GmbH, a German limited liability company, converted to a German limited partnership by the name of TMW USPFF II-Verwaltungs-GmbH & Co. KG, therefore Section 9 of the registration application is amended to read as follows:

Name of General Partners

TMW USPFF II-Verwaltungs-GmbH & Co. KG
USPFF

Street Address

Wittelsbacher Platz 1
80333 Munich, Germany

By: [Signature]

(Signature of a General Partner)

By: _____

TMW USPFF II-Verwaltungs-GmbH & Co. KG

(Typed or printed name of General Partner signing above)

By: its corporate general partner

TMW USPFF Verwaltungs-GmbH by

Georg von Werz, Jan Baldem and
Roman Krygier its
managing directors

STATE OF Germany

COUNTY OF Bavaria

On this 5th day of March, 2004, _____ and _____ personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

(Notary Public Signature)

Dr. Michael Bohrer

(Notary's Printed Name)

My Commission Expires: Never



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Land: Bundesrepublik Deutschland

Diese öffentliche Urkunde

2. ist unterschrieben von **Dr. Bohrer**

3. in seiner Eigenschaft als **Notar**

4. Sie ist versehen mit dem Siegel des **Notars Dr. Michael Bohrer in München**

Bestätigt

5. in München

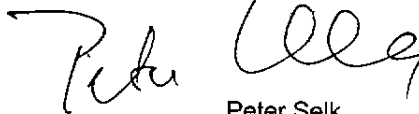
6. am 8. März 2004

7. durch die Präsidentin des Landgerichts München I

8. unter Nr. 910 a

9. Siegel

10. Unterschrift
In Vertretung:



Peter Selk
Vizepräsident

