

D00080

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

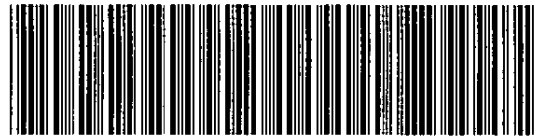
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
Lewis
6-16-09*

WEINGARTEN REALTY

2600 Citadel Plaza Drive, Suite 300
Houston, Texas 77008
Main: (713) 866-6000
Toll Free: (800) 688-6000
Facsimile: (713) 880-6126
www.weingarten.com

Direct Ph.: (713) 880-6168

June 12, 2009

Via Overnight Federal Express

Florida Department of State
Division of Corporations
Attn: Thelma Lewis
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Weingarten Realty Investors (the "Trust"); Document No.: D00080; Change of Trustees on behalf of the Declaration of Trust effective May 7, 2008

Dear Thelma:

As we discussed, enclosed for filing at your office is an original signed Certified Copy of Approved Proposal of the Shareholders of the Trust (the "Consent"), along with our check made payable to your department in the amount of \$35.00 to cover the cost for filing such Consent. Please add the Consent to the back of our Declarations of Trust that we currently have on record. After recording, please forward a copy of the recorded original in the enclosed Federal Express envelope to my attention.

Again, thank you for your assistance and if you have any questions, please do not hesitate to call me at my direct number above.

Very truly yours,



Denise L. Campbell
Legal Administrator

DLC\dc
Enclosures

**CERTIFIED COPY OF APPROVED PROPOSAL
OF THE SHAREHOLDERS OF
WEINGARTEN REALTY INVESTORS**

FILED

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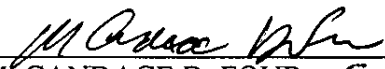
**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

I, M. Candace DuFour, hereby certify that I am Secretary and official custodian of certain records, including the Restated Declaration of Trust, By-Laws and minutes of the meetings of the Shareholders of WEINGARTEN REALTY INVESTORS, a Texas real estate investment trust (the "Trust"), and that the following is a true, accurate and compared transcript of a Proposal duly adopted by the Shareholders of Weingarten Realty Investors effective May 7, 2008; that the adoption of such Proposal was within the authority of the Shareholders, and in accordance with the Restated Declaration of Trust and By-Laws of the Trust; and that said Proposal has not been repealed, altered, amended or revoked, but continue in full force and effect:

PROPOSAL NUMBER ONE - ELECTION OF TRUST MANAGERS:

Mr. Summers reported that more than a two-thirds majority voted to elect the following Trust Managers, to wit: Stanford Alexander, Andrew M. Alexander, James W. Crownover, Robert J. Cruikshank, Melvin A. Dow, Stephen A. Lasher, Douglas W. Schnitzer, C. Park Shaper and Marc J. Shapiro.

EXECUTED this the 19th day of March, 2009



M. CANDACE DuFOUR - *Secretary*