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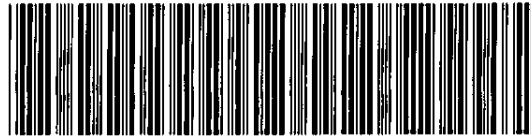
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Amend
C. COULLETTE

AUG 31 2011

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 890912 7143029
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 35.00

ORDER DATE : August 25, 2011

ORDER TIME : 5:43 PM

ORDER NO. : 890912-010

CUSTOMER NO: 7143029

AMENDMENT TO TRUST

NAME: PROLOGIS

XX AMENDMENT TO TRUST

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: BECKY PEIRCE - Ext. 2919

EXAMINER'S INITIALS: _____

AFFIDAVIT

STATE OF COLORADO)
) ss
COUNTY OF DENVER)

BEFORE ME, the undersigned Notary, Marsha Rucker, on this 23rd day of August 2011, personally appeared Michael T. Blair, known to me to be a credible person and of lawful age, who being first duly sworn, on his oath, deposes and says:

I, Michael T. Blair, the Managing Director and Assistant Secretary of ProLogis, Inc., a Maryland corporation, in its capacity as the general partner of Prologis, L.P., a Delaware limited partnership, as the sole member of Upper Pumpkin, LLC, a Delaware limited liability company, as the sole trustee of Prologis, a Maryland real estate investment trust ("Prologis"), hereby requests that the list of officers of ProLogis, attached hereto as Exhibit "A" be filed with the Secretary of State of the State of Florida and posted to the foreign qualification of ProLogis, State ID No. D94000000009.



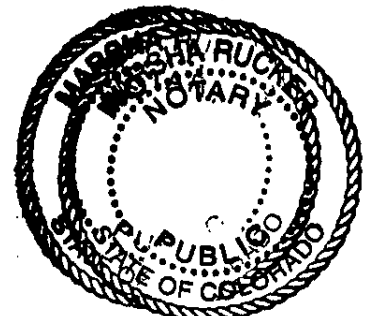
Michael T. Blair
4545 Airport Way
Denver, CO 80239

Submitted and sworn to me this 23rd day of August 2011.



Notary Public

[SEAL]



My Commission Expires: January 13, 2015

My Commission Expires 01/13/2015

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DIVISION OF CORPORATIONS
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PROLOGIS
List of Officers
August 24, 2011

OFFICERS:

William E. Sullivan	Chief Financial Officer	4545 Airport Way, Denver, CO 80239
Edward S. Nekritz	Chief Legal Officer, General Counsel & Secretary	4545 Airport Way, Denver, CO 80239
Gary E. Anderson	Chief Executive Officer, Europe & Asia	4545 Airport Way, Denver, CO 80239
Michael S. Curless	Chief Investment Officer	4545 Airport Way, Denver, CO 80239
Guy F. Jaquier	Chief Executive Officer, Private Capital	Pier One, Bay One, San Francisco 94111
Eugene F. Reilly	Chief Executive Officer, The Americas	Pier One, Bay One, San Francisco 94111
Thomas S. Olinger	Chief Integration Officer	Pier One, Bay One, San Francisco 94111
Jay R. Cornforth	Managing Director	Pier One, Bay One, San Francisco 94111
Ben Cornish	Managing Director	Pier One, Bay One, San Francisco 94111
Michael A. Evans	Managing Director	Pier One, Bay One, San Francisco 94111
James W. Green	Managing Director	Pier One, Bay One, San Francisco 94111
Luis E. Gutierrez Guajardo	Managing Director	Pier One, Bay One, San Francisco 94111
Alison M. Hill	Managing Director	Pier One, Bay One, San Francisco 94111
Kim B. Snyder	Managing Director	Pier One, Bay One, San Francisco 94111
Ben Bannatyne	Managing Director	4545 Airport Way, Denver, CO 80239
Michael T. Blair	Managing Director & Assistant Secretary	4545 Airport Way, Denver, CO 80239
Debra A. Bonebrake	Managing Director	4545 Airport Way, Denver, CO 80239
David Doyle	Managing Director	4545 Airport Way, Denver, CO 80239
Philip Dunne	Managing Director	4545 Airport Way, Denver, CO 80239
Jeremy D. Giles	Managing Director	4545 Airport Way, Denver, CO 80239
Andrew Griffiths	Managing Director	4545 Airport Way, Denver, CO 80239
Ranald Hahn	Managing Director	4545 Airport Way, Denver, CO 80239
Larry H. Harmsen	Managing Director	4545 Airport Way, Denver, CO 80239
W. Scott Lamson	Managing Director	4545 Airport Way, Denver, CO 80239
Luke A. Lands	Managing Director	4545 Airport Way, Denver, CO 80239
Gerald Morgan	Managing Director	4545 Airport Way, Denver, CO 80239
Kiyoshi Nagasawa	Managing Director	4545 Airport Way, Denver, CO 80239
Sunwoo Nam	Managing Director	4545 Airport Way, Denver, CO 80239
John R. Rizzo	Managing Director	4545 Airport Way, Denver, CO 80239
Masahiro Sakashita	Managing Director	4545 Airport Way, Denver, CO 80239
Kazuhiro Tsutsumi	Managing Director	4545 Airport Way, Denver, CO 80239
Miki Yamada	Managing Director	4545 Airport Way, Denver, CO 80239
Timothy D. Arndt	Senior Vice President	Pier One, Bay One, San Francisco 94111
Jay A. Baum	Senior Vice President	Pier One, Bay One, San Francisco 94111
Robert C. Bransfield	Senior Vice President	Pier One, Bay One, San Francisco 94111
Deborah K. Briones	Senior Vice President & Assistant Secretary	Pier One, Bay One, San Francisco 94111
Timothy K. Brosnan	Senior Vice President	Pier One, Bay One, San Francisco 94111
Tamra D. Browne	Senior Vice President	Pier One, Bay One, San Francisco 94111
Steven J. Callaway	Senior Vice President	Pier One, Bay One, San Francisco 94111
Steven E. Campbell	Senior Vice President	Pier One, Bay One, San Francisco 94111
Hendrik H.J. Folmer	Senior Vice President	Pier One, Bay One, San Francisco 94111
Rohn T. Grazer	Senior Vice President	Pier One, Bay One, San Francisco 94111

Kent D. Greenawalt	Senior Vice President	Pier One, Bay One, San Francisco 94111
Ellen F. Hall	Senior Vice President	Pier One, Bay One, San Francisco 94111
Mark Hansen	Senior Vice President	Pier One, Bay One, San Francisco 94111
Nancy J. Hemmenway	Senior Vice President	Pier One, Bay One, San Francisco 94111
Hector R. Ibarzabal Guerrero	Senior Vice President	Pier One, Bay One, San Francisco 94111
Hidetoshi Ishida	Senior Vice President	Pier One, Bay One, San Francisco 94111
Steven T. Kimball	Senior Vice President	Pier One, Bay One, San Francisco 94111
Nick Kittredge	Senior Vice President	Pier One, Bay One, San Francisco 94111
Stephen T. Lueck	Senior Vice President	Pier One, Bay One, San Francisco 94111
Martina Malone	Senior Vice President	Pier One, Bay One, San Francisco 94111
James E. McGill	Senior Vice President	Pier One, Bay One, San Francisco 94111
Douglas P. McGregor	Senior Vice President	Pier One, Bay One, San Francisco 94111
William B. O'Donnell	Senior Vice President	Pier One, Bay One, San Francisco 94111
Nathan Paine	Senior Vice President	Pier One, Bay One, San Francisco 94111
Wayne R. Pryor	Senior Vice President	Pier One, Bay One, San Francisco 94111
Francois Rispe	Senior Vice President	Pier One, Bay One, San Francisco 94111
John L. Rossi	Senior Vice President	Pier One, Bay One, San Francisco 94111
Peter Schuijlenburg	Senior Vice President	Pier One, Bay One, San Francisco 94111
Andrew N. Singer	Senior Vice President	Pier One, Bay One, San Francisco 94111
Gayle P. Starr	Senior Vice President	Pier One, Bay One, San Francisco 94111
Nina A. Tran	Senior Vice President	Pier One, Bay One, San Francisco 94111
Tracy A. Ward	Senior Vice President	Pier One, Bay One, San Francisco 94111
Frederick E. Wyler	Senior Vice President	Pier One, Bay One, San Francisco 94111
Bert Angel	Senior Vice President	Pier One, Bay One, San Francisco 94111
Gregory J. Arnold	Senior Vice President	4545 Airport Way, Denver, CO 80239
Gregory A. Bauer	Senior Vice President	4545 Airport Way, Denver, CO 80239
Eric D. Brown	Senior Vice President	4545 Airport Way, Denver, CO 80239
Jonathan Buck	Senior Vice President	4545 Airport Way, Denver, CO 80239
Peter Cassells	Senior Vice President	4545 Airport Way, Denver, CO 80239
James P. Cavanagh	Senior Vice President	4545 Airport Way, Denver, CO 80239
Christianne C. Chen	Senior Vice President	4545 Airport Way, Denver, CO 80239
	& Assistant Secretary	4545 Airport Way, Denver, CO 80239
Cindy R. Curtis	Senior Vice President	4545 Airport Way, Denver, CO 80239
Maurice Dalton	Senior Vice President	4545 Airport Way, Denver, CO 80239
Joseph Ghazal	Senior Vice President	4545 Airport Way, Denver, CO 80239
Jonathan Gimblett	Senior Vice President	4545 Airport Way, Denver, CO 80239
Christophe Hamon	Senior Vice President	4545 Airport Way, Denver, CO 80239
Shigeru Inada	Senior Vice President	4545 Airport Way, Denver, CO 80239
Simon Jenkins	Senior Vice President	4545 Airport Way, Denver, CO 80239
Phillip D. Joseph	Senior Vice President	4545 Airport Way, Denver, CO 80239
	& Treasurer	4545 Airport Way, Denver, CO 80239
Aki Katayanagi	Senior Vice President	4545 Airport Way, Denver, CO 80239
Changhyun Kim	Senior Vice President	4545 Airport Way, Denver, CO 80239
Robert A. Kritt	Senior Vice President	4545 Airport Way, Denver, CO 80239
Brian N. Marsh	Senior Vice President	4545 Airport Way, Denver, CO 80239
Simon Nelson	Senior Vice President	4545 Airport Way, Denver, CO 80239
Christian Nickels-Teske	Senior Vice President	4545 Airport Way, Denver, CO 80239
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Graham Reece	Senior Vice President	4545 Airport Way, Denver, CO 80239
David D. Riefe	Senior Vice President	4545 Airport Way, Denver, CO 80239
Nigel Rowe	Senior Vice President	4545 Airport Way, Denver, CO 80239
Mario Sander	Senior Vice President	4545 Airport Way, Denver, CO 80239
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Thomas Alan Sheraden	Senior Vice President	4545 Airport Way, Denver, CO 80239
Richard H. Strader	Senior Vice President	4545 Airport Way, Denver, CO 80239

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Berry Tol	Senior Vice President	4545 Airport Way, Denver, CO 80239
Andrew Tuckett	Senior Vice President	4545 Airport Way, Denver, CO 80239
Robert David Turner	Senior Vice President	4545 Airport Way, Denver, CO 80239
Paul Weston	Senior Vice President	4545 Airport Way, Denver, CO 80239
Robin Woodbridge	Senior Vice President	4545 Airport Way, Denver, CO 80239
Scott H. Alexander	First Vice President	4545 Airport Way, Denver, CO 80239
Alexandra Borgogni Lopes	First Vice President	4545 Airport Way, Denver, CO 80239
Andrew Briley	First Vice President	4545 Airport Way, Denver, CO 80239
Megan Hower Buffington	First Vice President	4545 Airport Way, Denver, CO 80239
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Gustavo Cardozo	First Vice President	4545 Airport Way, Denver, CO 80239
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Peter Owen Kane	First Vice President	4545 Airport Way, Denver, CO 80239
Wooyoung Kang	First Vice President	4545 Airport Way, Denver, CO 80239
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Allan Lavén	First Vice President	4545 Airport Way, Denver, CO 80239
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Franck Lot	First Vice President	4545 Airport Way, Denver, CO 80239
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Bendeck D. Peterson	First Vice President	4545 Airport Way, Denver, CO 80239
John R. Picchiotti	First Vice President	4545 Airport Way, Denver, CO 80239
Richard Redstone	First Vice President	4545 Airport Way, Denver, CO 80239
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Antoine van Ommeren	First Vice President	4545 Airport Way, Denver, CO 80239
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de Cervantes	Vice President	Pier One, Bay One, San Francisco 94111
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Sandy Diaz	Vice President	Pier One, Bay One, San Francisco 94111
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Hongxu Du	Vice President	Pier One, Bay One, San Francisco 94111
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Gregory A. Everson	Vice President	Pier One, Bay One, San Francisco 94111
Michael Fangman	Vice President	Pier One, Bay One, San Francisco 94111
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Lilian Li	Vice President	Pier One, Bay One, San Francisco 94111
Clarinda Low	Vice President	Pier One, Bay One, San Francisco 94111

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Aaron Reuter	Vice President	Pier One, Bay One, San Francisco 94111
Paul A. Rosen	Vice President	Pier One, Bay One, San Francisco 94111
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Greydon Sargent III	Vice President	Pier One, Bay One, San Francisco 94111
Mark T. Shearer	Vice President	Pier One, Bay One, San Francisco 94111
Nancy Shultz	Vice President	Pier One, Bay One, San Francisco 94111
Paula F. Solari	Vice President	Pier One, Bay One, San Francisco 94111
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Liming Wang	Vice President	Pier One, Bay One, San Francisco 94111
Lezlee Weedon	Vice President	Pier One, Bay One, San Francisco 94111
Fui Wui Yap	Vice President	Pier One, Bay One, San Francisco 94111
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Greg E. Bradley	Vice President	4545 Airport Way, Denver, CO 80239
Andrew S. Carney	Vice President	4545 Airport Way, Denver, CO 80239
Jim Cody	Vice President	4545 Airport Way, Denver, CO 80239
Creighton Collins	Vice President	4545 Airport Way, Denver, CO 80239
Dana M. Cooper	Vice President	4545 Airport Way, Denver, CO 80239
James Craddock	Vice President	4545 Airport Way, Denver, CO 80239
Ross Cronkwright	Vice President	4545 Airport Way, Denver, CO 80239
Michal Czarnecki	Vice President	4545 Airport Way, Denver, CO 80239
Stephan Damen	Vice President	4545 Airport Way, Denver, CO 80239
Carmen Dolores Drollinger	Vice President	4545 Airport Way, Denver, CO 80239
Brian E. Erlanson	Vice President	4545 Airport Way, Denver, CO 80239
Andrew J. Finke	Vice President	4545 Airport Way, Denver, CO 80239
Tim Fischer	Vice President	4545 Airport Way, Denver, CO 80239
Jeffrey K. Folkmann	Vice President	4545 Airport Way, Denver, CO 80239
John Earl Foster	Vice President	4545 Airport Way, Denver, CO 80239
Steven E. Fowler	Vice President	4545 Airport Way, Denver, CO 80239
Kurt R. Fuller	Vice President	4545 Airport Way, Denver, CO 80239
Francisco Garcia	Vice President	4545 Airport Way, Denver, CO 80239
Ryan P. George	Vice President	4545 Airport Way, Denver, CO 80239
Charlotte Grimbergen	Vice President	4545 Airport Way, Denver, CO 80239
Holly K. Guinan	Vice President	4545 Airport Way, Denver, CO 80239
Tsutomu Hamamoto	Vice President	4545 Airport Way, Denver, CO 80239
Lisa Mae Harris	Vice President	4545 Airport Way, Denver, CO 80239
Takeshi Hayakawa	Vice President	4545 Airport Way, Denver, CO 80239

Alexander Heubes	Vice President	4545 Airport Way, Denver, CO 80239
Jennifer L. Higgins	Vice President	4545 Airport Way, Denver, CO 80239
Andrew Philip Houghton	Vice President	4545 Airport Way, Denver, CO 80239
Sally Ann Hutchinson	Vice President	4545 Airport Way, Denver, CO 80239
Noriyoshi Ikeuchi	Vice President	4545 Airport Way, Denver, CO 80239
William Blake Isom	Vice President	4545 Airport Way, Denver, CO 80239
James Jachetta	Vice President	4545 Airport Way, Denver, CO 80239
Anna Jonsson	Vice President	4545 Airport Way, Denver, CO 80239
Elizabeth Ann Kauchak	Vice President	4545 Airport Way, Denver, CO 80239
Laszlo Kemenes	Vice President	4545 Airport Way, Denver, CO 80239
Andrew C. Kolb	Vice President	4545 Airport Way, Denver, CO 80239
Ildiko Kollar	Vice President	4545 Airport Way, Denver, CO 80239
Leonie Kooij	Vice President	4545 Airport Way, Denver, CO 80239
Karen Lee	Vice President	4545 Airport Way, Denver, CO 80239
Mark Lewis	Vice President	4545 Airport Way, Denver, CO 80239
Juan C. Lopez	Vice President	4545 Airport Way, Denver, CO 80239
Lawrence W. Lowder	Vice President	4545 Airport Way, Denver, CO 80239
Jesus J. Melendez	Vice President	4545 Airport Way, Denver, CO 80239
Tieme Mennink	Vice President	4545 Airport Way, Denver, CO 80239
Bartosz Mierzwiak	Vice President	4545 Airport Way, Denver, CO 80239
Jeffrey B. Miller	Vice President	4545 Airport Way, Denver, CO 80239
Daisuke Morita	Vice President	4545 Airport Way, Denver, CO 80239
Scott M. Mulkay	Vice President	4545 Airport Way, Denver, CO 80239
James R. Nass	Vice President	4545 Airport Way, Denver, CO 80239
Ali Nassiri	Vice President	4545 Airport Way, Denver, CO 80239
James M. Neswold	Vice President	4545 Airport Way, Denver, CO 80239
Zbigniew Nowak	Vice President	4545 Airport Way, Denver, CO 80239
Yasutoshi Ogiwara	Vice President	4545 Airport Way, Denver, CO 80239
Osamu Ohashi	Vice President	4545 Airport Way, Denver, CO 80239
Eric R. Omohundro	Vice President	4545 Airport Way, Denver, CO 80239
Olga Onwijn	Vice President	4545 Airport Way, Denver, CO 80239
Brandon J. Page	Vice President	4545 Airport Way, Denver, CO 80239
Kristiaan Pauwels	Vice President	4545 Airport Way, Denver, CO 80239
Nando Pengel	Vice President	4545 Airport Way, Denver, CO 80239
Sascha Petersmann	Vice President	4545 Airport Way, Denver, CO 80239
Jenifer M. Picard	Vice President	4545 Airport Way, Denver, CO 80239
Jan Prokop	Vice President	4545 Airport Way, Denver, CO 80239
Mitchell Dale Pruitt	Vice President	4545 Airport Way, Denver, CO 80239
Pieter Ris	Vice President	4545 Airport Way, Denver, CO 80239
James Barbour Rodrigues	Vice President	4545 Airport Way, Denver, CO 80239
Naoko Saito	Vice President	4545 Airport Way, Denver, CO 80239
Joachim Sellau	Vice President	4545 Airport Way, Denver, CO 80239
Mark Shepherd	Vice President	4545 Airport Way, Denver, CO 80239
Jeffrey Brian Sillik	Vice President	4545 Airport Way, Denver, CO 80239
Matthew R. Singleton	Vice President	4545 Airport Way, Denver, CO 80239
Roman Skowronski	Vice President	4545 Airport Way, Denver, CO 80239
Donald G. Smith	Vice President	4545 Airport Way, Denver, CO 80239
David Storer	Vice President	4545 Airport Way, Denver, CO 80239
Ken Takagi	Vice President	4545 Airport Way, Denver, CO 80239
Yoko Takahashi	Vice President	4545 Airport Way, Denver, CO 80239
Marta Tesiorowska	Vice President	4545 Airport Way, Denver, CO 80239
Andrew Robert Torbin	Vice President	4545 Airport Way, Denver, CO 80239
Zachariah J. Ungerman	Vice President	4545 Airport Way, Denver, CO 80239
Jennifer van der Eem	Vice President	4545 Airport Way, Denver, CO 80239
Gert van Veen	Vice President	4545 Airport Way, Denver, CO 80239
Bram Verhoeven	Vice President	4545 Airport Way, Denver, CO 80239

Manel Vericat	Vice President	4545 Airport Way, Denver, CO 80239
Jan Verschueren	Vice President	4545 Airport Way, Denver, CO 80239
Alexander V. Vulic	Vice President	4545 Airport Way, Denver, CO 80239
Patrick L. Welsh	Vice President	4545 Airport Way, Denver, CO 80239
Justyna Witecka	Vice President	4545 Airport Way, Denver, CO 80239
James Wright	Vice President	4545 Airport Way, Denver, CO 80239
Tomasz Zabost	Vice President	4545 Airport Way, Denver, CO 80239
Mark Zulver	Vice President	4545 Airport Way, Denver, CO 80239
Vincent Nicholas Zuppa	Vice President	4545 Airport Way, Denver, CO 80239
Mark Jurgensen	Assistant Secretary	4545 Airport Way, Denver, CO 80239