



DR000000042

ACCOUNT NO. : 072100000032

REFERENCE : 896558 4304394

AUTHORIZATION :

COST LIMIT :

Patricia Pizot

ORDER DATE : July 18, 1998

ORDER TIME : 1:12 PM

ORDER NO. : 896558-010

CUSTOMER NO: 4304394

CUSTOMER: Ms. Carrie Richards
Mayer, Brown & Platt
190 South La Salle St.
Suite 4000
Chicago, IL 60603

FILED
98 AUG 21 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300002622383--1

FOREIGN FILINGS

NAME: SECURITY CAPITAL PACIFIC TRUST

XX PROFIT
 NON-PROFIT

 CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

N/C

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

RECEIVED
98 AUG 21 PM 2:01
DIVISION OF CORPORATION

Joe 9/4



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 24, 1998

CSC
DEBORAH SCHRODER
TALLAHASSEE, FL

SUBJECT: SECURITY CAPITAL PACIFIC TRUST
Ref. Number: D98000000042

RESUBMIT
Please give original
submission date as file date.

We have received your document for SECURITY CAPITAL PACIFIC TRUST and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 298A00043729

RECEIVED
98 SEP -4 AM 8:36
DIVISION OF CORPORATION

AMENDED AFFIDAVIT OF SECURITY CAPITAL PACIFIC TRUST

WHEREAS, Security Capital Pacific Trust, a Maryland real estate investment trust (the "Trust"), has registered to do business in Florida; and

WHEREAS, the name of the Trust has been changed in the State of Maryland to Archstone Communities Trust, effective as of July 6, 1998.

IT IS HEREBY CERTIFIED, that pursuant to Chapter 609 of the Florida Statutes, attached hereto is a copy of the Articles of Merger of the Trust, as filed with the Maryland State Department of Assessments and Taxation, which reflect the name change of the trust in Maryland.

Dated: July 9, 1998.

By: James H. Polk, III
James H. Polk, III, Trustee

FILED
98 AUG 21 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF TRUSTEES

I, the undersigned, Constance B. Moore, do hereby certify that this Resolution of the Board of Trustees of ARCHSTONE COMMUNITIES TRUST, a trust duly organized and existing under the laws of the State of Maryland, was duly adopted on June 29, 1998:

Resolved, that ARCHSTONE COMMUNITIES TRUST, organized and existing in the State of Maryland, hereby adopts the name ARCHSTONE COMMUNITIES TRUST OF MARYLAND for use in Florida.

Dated: September 1, 1998

A handwritten signature in cursive script, reading "Constance B. Moore". The signature is written in dark ink and is positioned above the printed name and title.

Constance B. Moore, Co-Chairman of Board
of Trustees

STATE OF MARYLAND

652140

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

I, BETTY CHASE 301 West Preston Street Baltimore, Maryland 21201 OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE, RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR THE RIGHT OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT

ARTICLES OF AMENDMENT OF SECURITY CAPITAL PACIFIC TRUST (MD)-SURVIVOR CHANGING ITS NAME TO ARCHSTONE COMMUNITIES TRUST AND SECURITY CAPITAL ATLANTIC INCORPORATED (MD)-MERGING OUT WERE RECEIVED AND APPROVED FOR RECORD BY THIS DEPARTMENT ON JULY 6, 1998.

I FURTHER CERTIFY THAT ARCHSTONE COMMUNITIES TRUST IS IN GOOD STANDING WITH THIS DEPARTMENT AT THE TIME OF THIS CERTIFICATE.

IN THIS DOCUMENT THE WORD CORPORATION SHOULD BE INTERPRETED TO MEAN REAL ESTATE INVESTMENT TRUST, CHARTER TO MEAN DECLARATION OF TRUST AND INCORPORATED TO MEAN FORMED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET
MY HAND AND AFFIXED THE SEAL OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF
MARYLAND AT BALTIMORE THIS 21ST DAY OF
JULY, 1998.

Betty Chase
BETTY CHASE
CHARTER DIVISION

