

FO/000006062

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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C. Oulliette JUL 31 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 158197 4804708
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 35.00

ORDER DATE : July 3, 2003

ORDER TIME : 11:39 AM

ORDER NO. : 158197-040

CUSTOMER NO: 4804708

CUSTOMER: Robert Lennon
Seward & Kissel Llp
21st Floor
One Battery Park Plaza
New York, NY 10004

CHANGE OF AGENT

NAME: KNICKERBOCKER PROPERTIES, INC.
XXXVI

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: KNICKERBOCKER PROPERTIES, INC. XXXVI

2. The principal office address: 10 Corporate Woods Drive, Albany, NY 12211-2395

3. The mailing address (if different): c/o Invesco Realty Assoc., 5400 LBJ Freeway, Suite 700
Dallas, TX 75240

4. Date of incorporation/qualification: 11/26/2001 Document number: F01000006062

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):
Corporation Service Company
1201 Hays Street
(P.O. Box or personal mailbox NOT acceptable)
Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

[Signature] Mark A. Brody, Secretary
(Signature of an officer, chairman or vice chairman of the board) (Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[Signature] 7/30/2003
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
Elva M. Shipkowski Asst. Vice President
(Typed or Printed Name) (Capacity)

***** FILING FEE: \$35.00 *****