

F14000002910

2016-09-26 10:28:52 CST

19742080845 From: Range McGraw

Florida Department of State
Division of Corporations
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WP GLIMCHER INC.

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16 SEP 26 PM 3:23

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: WP Glimcher Inc.
Name of Corporation

DOCUMENT NUMBER: F14000002910

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Janelle N. Lopez
Name of Contact Person

WP Glimcher Inc.
Firm/Company

180 East Broad Street
Address

Columbus, OH 43215
City/State and Zip Code

janelle.lopez@wpglimcher.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Janelle N. Lopez at (614) 887-5676
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F14000002910

(Document number of corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 SEP 26 PM 3:28

1. WP Glimcher Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Indiana 3. 07/08/2014

(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 09/01/2016

5. Washington Prime Group Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

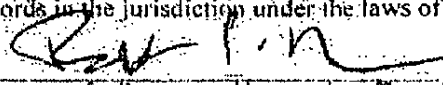
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Robert P. Demchak

(Typed or printed name of person signing)

EVP, Gen. Counsel & Corp. Sec.

(Title of person signing)

State of Indiana
Office of the Secretary of State

Certificate of Amendment
of

WP GLIMCHER INC.

I, CONNIE LAWSON, Secretary of State, hereby certify that Articles of Amendment of the above Domestic For-Profit Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

WASHINGTON PRIME GROUP INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, August 30, 2016.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 30, 2016

Connie Lawson

Connie Lawson
SECRETARY OF STATE

2013121300067 / 7387459

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

Approved and Filed 2016121000677387459 Filing Date: 08/30/2016 Effective: 08/30/2016 12:00 CONNIE LAWSON Indiana Secretary of State
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**ARTICLES OF AMENDMENT
OF THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
WP GLIMCHER INC.**

WP Glimcher Inc. (the "Corporation"), existing pursuant to the Indiana Business Corporation Law, as amended (hereinafter referred to as the "Corporation Law"), and desiring to give notice of corporate action effectuating an Amendment to its Amended and Restated Articles of Incorporation, sets forth the following facts:

**ARTICLE I
NAME**

The name of the Corporation prior to this Amendment is WP Glimcher Inc. The Corporation was incorporated on December 13, 2013.

**ARTICLE II
TEXT OF AMENDMENT**

Article FIRST of the Corporation's Amended and Restated Articles of Incorporation is hereby amended to read in its entirety as follows:

FIRST: The name of the corporation (which is hereinafter called the "Corporation") is Washington Prime Group Inc.

**ARTICLE III
DATE OF ADOPTION**

The foregoing Amendment was adopted by the Board of Directors of the Corporation on June 20, 2016, and approved by the shareholders of the Corporation on August 30, 2016.

**ARTICLE IV
EFFECTIVE DATE**

The effective date of the Amendment shall be upon filing with the Indiana Secretary of State.

**ARTICLE V
MANNER OF ADOPTION AND VOTE**

Section 1. The Articles of Amendment contain an Amendment requiring shareholder approval, and the manner of adoption and vote is set forth below.

Section 2. At a meeting of the Board of Directors on June 20, 2016, the foregoing Amendment to the Corporation's Amended and Restated Articles of Incorporation was adopted by the Board of Directors. The Board of Directors submitted the Amendment, together with its recommendation for approval and adoption, to the shareholders of the Corporation.

INDIANA SECRETARY OF STATE
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Approved and Filed 20160926102852 Filing Date: 08/30/2016 Effective :08/30/2016 12:00 CONNIE LAWSON Indiana Secretary of State

Section 3. The foregoing Amendment to the Corporation's Amended and Restated Articles of Incorporation required shareholder approval. At the annual meeting of the shareholders of the Corporation called by its Board of Directors and held on August 30, 2016, the shareholders of the Corporation entitled to vote with respect to the foregoing Amendment approved and adopted the proposed Amendment. The result of such vote is as follows:

Designation of Each Voting Group	Common Stock, \$0.0001 par value per share, Voting as a Single Class
Number of Outstanding Shares	185,338,551
Number of Votes Entitled to be Cast	185,338,551
Number of Votes Represented at Meeting	164,667,782
Shares Voted in Favor	163,856,188
Shares Voted Against	435,411

Section 4. The manner of the adoption of the Amendment to the Amended and Restated Articles of Incorporation and the vote by which it was adopted constitute full legal compliance with the provisions of the Corporation Law, the Amended and Restated Articles of Incorporation and the Amended and Restated By-Laws of the Corporation.

*Remainder of page intentionally left blank;
Signature page follows.*

Approved and Filed
2013121300677387469
Filing Date: 08/30/2016
Effective: 08/30/2016 12:00
CONNIE LAWSON
Indiana Secretary of State

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment and verifies, subject to penalties of perjury, that the statements contained herein are true, this 30th day of August, 2016.



Robert P. Demchak
Executive Vice President, General Counsel and
Corporate Secretary

Approved and Filed
20131213008677387459
Filing Date: 08/30/2016
Effective: 08/30/2016 12:00
CONNIE LAWSON
Indiana Secretary of State

CONSENT TO USE OF NAME

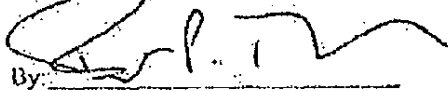
Washington Prime Group, L.P., an Indiana limited partnership organized on January 17, 2014, hereby grants WP Glimcher Inc., an Indiana corporation desiring to change its name to Washington Prime Group Inc., consent to the use of the name "Washington Prime Group Inc." without restriction and with no exception.

IN WITNESS WHEREOF, the undersigned has executed this consent as of this 30th day of August, 2016.

Washington Prime Group, L.P.

By: WP Glimcher Inc., its General

Partner



By:

Name: Robert P. Demchak
Title: Executive Vice President,
General Counsel and Corporate
Secretary

State of Indiana
Office of the Secretary of State

Certificate of Fact

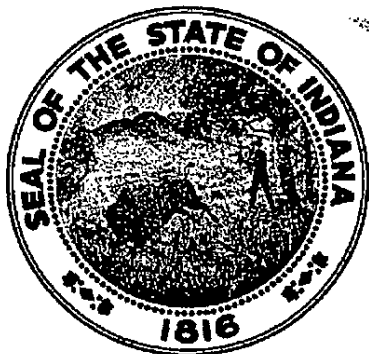
To Whom These Presents Come, Greeting:

I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

WASHINGTON PRIME GROUP INC.

filed Articles of Amendment on August 30, 2016, changing their name from WP Glimcher Inc. to Washington Prime Group Inc. and is currently active and in good standing with our office.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, September 02, 2016

Connie Lawson

Connie Lawson
SECRETARY OF STATE

2013121300067 / 201697594

Verify this certificate : <https://bsd.sos.in.gov/ValidateCertificate>