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C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

FILED
98 OCT 15 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mark Centers Trust, Inc.
Changed name to:
Acadia Realty Trust, Inc.

200002664422--7
10/15/98 01038-013
*****35.00 *****35.00

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment *n/c*
- Merger
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
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10/15/98

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9 OCT 15 AM 11:44
DIVISION OF CORPORATION

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Mark Centers Trust, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Maryland 3. June 2, 1993
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? Aug. 12, 1998

5. Acadia Realty Trust, 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.

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

N/A
New Duration

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

N/A
New Jurisdiction


Signature

October 8, 1998
Date

Robert Masters
Typed or printed name

Secretary
Title

no
Marks Centers Trust

Fourth Amendment to Declaration
of Trust

Dated: August 12, 1998

8/12/98 3149

Marks Centers Trust, a Real Estate Investment Trust formed pursuant to Title 8 of the Corporations and Associations Article of the Annotated Code of Maryland (1993 Replacement Volume) (the "REIT"), hereby certifies to the State Department of Assessments and Taxation:

82268097

FIRST: That SECTION 1.1 of the Declaration of Trust of the REIT is hereby amended by deleting therefrom the name "Mark Centers Trust" and by substituting in lieu thereof the name "Acadia Realty Trust."

82268098

SECOND: That SECTION 6.1 of the Declaration of Trust of the REIT is hereby amended by deleting from the second sentence thereof the number of "50,000,000" and by substituting in lieu thereof the number "100,000,000."

THIRD: This Amendment to the REIT's Declaration of Trust was duly approved by the affirmative vote of the holders of not less than an a majority of the shares issued by the REIT and then outstanding on July 8, 1998.

IN WITNESS WHEREOF, Marks Centers Trust has caused these presents to be signed in its name and on its behalf by its Senior Vice President and attested by its Secretary, this 12th day of August, 1998. Each of the undersigned officers of Marks Centers Trust acknowledges, under the penalties for perjury, that this Fourth Amendment to Declaration of

S:\PERS\MONICA\66274\ART\DMG0847

STATE OF MARYLAND

Hereby certify that this is a true and complete copy of the
page document on file in this office. DATED: 10-13-98

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

Paula N. Simms, Custodian

This stamp replaces our previous certification system. Effective: 6/95

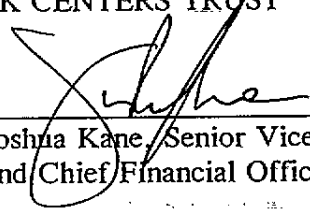
Trust is the act of the REIT and that, to the best of his knowledge, information and belief, the matters and facts set forth herein are true in all material respects.

ATTEST:



Marvin J. Levine, Secretary

MARK CENTERS TRUST

By: 

Joshua Kane, Senior Vice President
and Chief Financial Officer