THE UNITED STATES GORPORATION
ACCOUNT NO. : 072100000032
REFERENCE : 945466 4382779
AUTHORIZATION :
COST LIMIT : \$ 35.00
ORDER DATE: December 27, 2000 Patura
ORDER TIME: 10:25 AM
ORDER NO. : 945466-030
CUSTOMER NO: 4382779 2000035181229
CUSTOMER: Ms. Julie Buck Painewebber Incorporated 1285 Avenue Of The Americas 37th Floor New York, NY 10019
FOREIGN FILINGS
NAME: PW REAL ESTATE INVESTMENTS INC.
NAME: PW REAL ESTATE INVESTMENTS INC.  XX PROFIT NON-PROFIT LIMITED PARTNERSHIP XXXX AMENDMENT  PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XXXX AMENDMENT
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
CERTIFIED CODY

CERTIFIED COPY
PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER:

## 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.)			
(1 disdatt to 5. 001.150 ty x 151)	ZZ (	o,	
	F⊊	<del></del>	
SECTION I	A	E T	
(1-3 MUST BE COMPLETED)	- 1	-	
	SS	5 <u></u>	
	£⊓.E	[1]	
	756	<b>E</b> O	
PW REAL ESTATE INVESTMENTS INC.	<del></del>	<u> </u>	<del></del>
Name of corporation as it appears on the records of the Department of State.	<b>5</b> 7	=	-
	J	-	
2 March 25 1996			
2. Delaware 3. March 25, 1996 Date authorized to do busin	ness in Flori	ida	<del></del> ··
Incorporated under laws of			
SECTION II			
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)			
· ·			
Cd when when was the change effected up	der the la	ws of	
4. If the amendment changes the name of the corporation, when was the change effected un	der the la		
its jurisdiction of incorporation? November 9, 2000			
5 UBS WARBURG REAL ESTATE INVESTMENTS INC.			
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or all	ppropriate a	bbreviation	, if
not contained in new name of the corporation.			
6. If the amendment changes the period of duration, indicate new period of duration.			
6. If the amendment changes the period of duration, maleure now person of			
New Duration			
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.			
7. If the amendment changes the jurisdiction of incorporation, motions now jurisdiction of incorporation, motions in the incorporation, motion in the incorporation, motion in the incorporation, motion in the incorporation in the in			
P 32 A			
New Jurisdiction			
John 1 Jeury Date Date	2000		
Signature Date		<del></del>	
John L. Fearen First Vice Pr	. 1	<i>!</i> _	
John L. Fearen First Vice Pri	isident		
Title Title	<u>.</u>		. *

## State of Delaware Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PW REAL ESTATE INVESTMENTS INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "UBS WARBURG REAL ESTATE INVESTMENTS INC.", THE NINTH DAY OF NOVEMBER, A.D. 2000, AT 9 OF LOCK A.M.

Edward J. Freel, Secretary of State

2457305 8320 AUTHENTICATION: 0884552

001656423 DATE: 12-29-00