

F99000003451



ACCOUNT NO. : 072100000032

REFERENCE : 313332 4304756

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 35.00

FILED
99 JUL 26 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 20, 1999

ORDER TIME : 3:09 PM

ORDER NO. : 313332-045

600002942126--4

CUSTOMER NO: 4304756

CUSTOMER: Robert Porcelli, Legal Asst
Bingham Dana LLP
150 Federal Street

Boston, MA 02110

FOREIGN FILINGS

RECEIVED
99 JUL 26 PM 3:55
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NAME:

HERITAGE REALTY TRUST, INC.

XX

PROFIT

NON-PROFIT

XX

CORPORATE

LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

N.C.

CONTACT PERSON: Tamara Odom

C. COULLIETTE JUL 26 1999

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)

1. Heritage Realty Trust, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Maryland
Incorporated under laws of
3. July 2, 1999
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? July 21, 1999
5. Heritage Property Investment 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

Thomas C. Prendergast
Typed or printed name

July 21, 1999
Date

President
Title

FILED
99 JUL 26 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ARTICLES OF AMENDMENT OF HERITAGE REALTY TRUST, INC. CHANGING ITS NAME TO HERITAGE PROPERTY INVESTMENT TRUST, INC. WAS RECEIVED AND APPROVED FOR RECORD BY THIS DEPARTMENT ON JULY 21, 1999.

I FURTHER CERTIFY THAT HERITAGE PROPERTY INVESTMENT TRUST, INC. IS IN GOOD STANDING WITH THIS DEPARTMENT AT THE TIME OF THIS CERTIFICATE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JULY 21, 1999.

Paul B. Anderson

Paul B. Anderson
Charter Division

