2011 LIMITED LIABILITY COMPANY REINSTATEMENT

DOCUMENT# M02000003006

Entity Name: TIAA THE RESERVE II, LLC

FILED Jun 28, 2011 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

730 THIRD AVENUE 8TH FLOOR 730 THIRD AVENUE NEW YORK, NY 10017 NEW YORK, NY 10017

Current Mailing Address: New Mailing Address:

730 THIRD AVENUE 8TH FLOOR 730 THIRD AVENUE NEW YORK, NY 10017 NEW YORK, NY 10017

FEI Number: 56-2305821 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

C T CORPORATION SYSTEM CORPORATION SERVICE COMPANY 1200 SOUTH PINE ISLAND ROAD 1201 HAYS STREET TALLAHASSEE, FL 32301 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: KAREN M. DYER, ASST SECRETARY 06/28/2011

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGR

 Name:
 WOOD, MARK J

 Address:
 730 THIRD AVENUE

 City-St-Zip:
 NEW YORK, NY 10017

Title: MGR

Name: MCANDREWS, PHILIP Address: 730 THIRD AVENUE City-St-Zip: NEW YORK, NY 10017

Title: MGR

Name: GARBUTT, THOMAS C Address: 730 THIRD AVENUE City-St-Zip: NEW YORK, NY 10017

Title: ASEC

 Name:
 ACOSTA, JANET

 Address:
 730 THIRD AVENUE

 City-St-Zip:
 NEW YORK, NY 10017

Title: ASEC

Name: YACOVETTA, MARK D

Address: 8500 ANDREW CARNEGIE BLVD

City-St-Zip: CHARLOTTE, NC 28262

Title: ASEC

Name: SIMPKINS, BRAD E

Address: 8500 ANDREW CARNEGIE BLVD City-St-Zip: CHARLOTTE, NC 28262

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statues.

SIGNATURE: JANET ACOSTA ASEC 06/28/2011

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date