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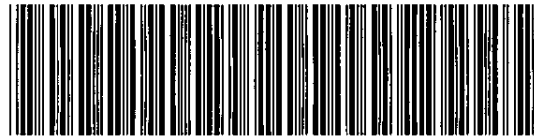
(Business Entity Name)

(Document Number)

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**DATE: 12/12/14**

**NAME: COLLIERS INTERNATIONAL SOUTH FLORIDA, LLC**

**TYPE OF FILING: AMENDMENT**

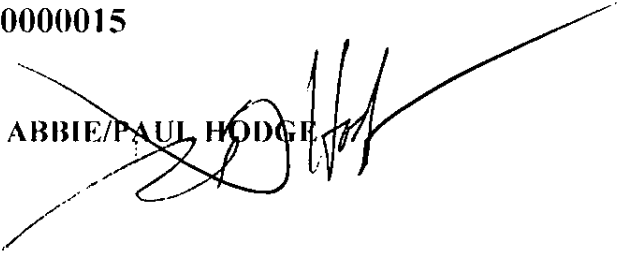
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**AUTHORIZATION: ABBIE/PAUL HODGE**



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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability Company as it appears on the records of the Florida Department of State: Collers International South Florida, LLC

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: 11/25/2014

**SECTION II (4-7 complete only the applicable changes)**

4. New name of the limited liability company: \_\_\_\_\_  
(must contain "Limited Liability Company," "L.L.C.," "LLC," "L.C.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

5. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:  
\_\_\_\_\_

6. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change: The company appoints the following officers and their titles in which they hold at the company.

Craig Robinson, President; Thomas Stuart Burst, Vice President; Michael Amette, Secretary; Robert Hemming, Treasurer; Megan Foley, Assistant Secretary; Alexander A. Baehr, General Counsel

7. Attached is an original certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
\_\_\_\_\_  
Signature of the authorized representative

**Craig Robinson**

\_\_\_\_\_  
Typed or printed name of signer

**Filing Fee: \$25.00**

14 DEC 12 PM 3:40  
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TALLAHASSEE, FLORIDA

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**EXHIBIT A  
TO  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT**

<u>Name and Address</u>	<u>Title</u>
Craig Robinson 601 Union St., Suite 4800 Seattle, WA 98101	President
Thomas Stuart Burst 601 Union St., Suite 4800 Seattle, WA 98101	Vice-President
Michael Arnette 601 Union St., Suite 4800 Seattle, WA 98101	Secretary
Robert Hemming 601 Union St., Suite 4800 Seattle, WA 98101	Treasurer
Megan Foley 601 Union St., Suite 4800 Seattle, WA 98101	Assistant Secretary
Alexander A. Baehr 601 Union St., Suite 4800 Seattle, WA 98101	General Counsel

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14 DEC 12 PM 3:40  
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**CERTIFIED COPY OF  
UNANIMOUS WRITTEN CONSENT OF THE MANAGERS  
FOR ACTION TAKEN IN LIEU OF SPECIAL MEETING OF  
Colliers International South Florida, LLC  
(the "Company")**

"WHEREAS, the undersigned, being all of the members of the Board of Managers of the Company do hereby take the following action by unanimous consent in writing, which shall have the same effect as if adopted at a duly constituted meeting of the Company's Board of Managers held for such purpose;

**NOW, THEREFORE, BE IT:**

RESOLVED, that the following person be, and he hereby is, elected to the office stated opposite his name below to perform in such office the duties assigned from time to time by the Board of Managers of the Company, and to serve in that office until the next annual meeting of the Board of Managers or until a successor has been duly elected or appointed and has qualified:

<u>Name</u>	<u>Office</u>
Thomas Stuart Burst	Vice-President

RESOLVED, that this unanimous written consent of the managers may be executed in multiple counterparts, by original or facsimile signature or by or through such other electronic form in which a party may place or evidence its signature hereon (including an electronic scan of same), each of which so executed shall be deemed to be an original and such counterparts together shall be deemed to be one and the same instrument and filed in the records of the Company.

RESOLVED, that this instrument shall be deemed to be executed, and the actions contained herein shall be effective, as of December 1, 2014.

**[The remainder of this page is intentionally blank.]**

**THE UNDERSIGNED** hereby certifies as follows:

- (a) that the undersigned is the Secretary of Colliers International South Florida, LLC (hereinafter referred to as the "Company"), a company organized and existing under the laws of the State of Delaware;
- (b) that the foregoing is a true and correct copy of the action duly adopted by the board of Managers of the Company and that the passage of said action was in all respects legal; and that said action is in full force and effect;
- (c) that, as at the date hereof, the managers of the Company are Joseph Harbert, Craig Robinson, and Daniel L. Spiegel; and
- (d) that, as at the date hereof, the officers of the Corporation are the following:

<u>Name</u>	<u>Title</u>
Craig Robinson	President
Thomas Stuart Burst	Vice-President
Michael Arnette	Secretary
Robert Hemming	Treasurer
Megan Foley	Assistant Secretary
Alexander A. Baehr	General Counsel

Dated as the 1<sup>st</sup> day of December, 2014.



\_\_\_\_\_  
Michael Arnette, *Secretary*