M9700000354

ACCOUNT FILING COVER SHEET

ACCOUNT NUMBER: FCA000000005

REFERENCE: _____
(SUB ACCT.)

DATE: 7-11

200002236152--9

REQUESTER NAME: LEXIS DOCUMENT SERVICES

ADDRESS: P.O. BOX 2969
SPRINGFIELD, ILLINOIS 62708

CONTACT NAME: CYNTHIA WOODYARD (904) 877-7296

CORPORATION NAME: EOP-Non-Manager I, L.L.C.

_____

AUTHORIZATION: C. Woodyard

X **CERTIFIED COPY (1-9)** 2 SETS Please
___**CERTIFICATE OF STATUS (1-9)**
___**PLAIN STAMPED COPY**

( ) CALL WHEN READY ( ) CALL IF PROBLEM ( ) AFTER 4:30
(X) WALK IN ( ) WILL WAIT ( ) PICK-UP
( ) MAIL OUT (IF APPLICABLE)

FF 35
CC 105
SP # 140
Total

300-331-9733

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION 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 Department of

   State: <u>EOP-Non-Manager I, L.L.C.</u>

2. Jurisdiction of its organization: <u>Delaware</u>

3. Date authorized to do business in Florida: <u>June 17, 1997</u>

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

4. If the amendment changes the name of the limited liability company, when was the

   change effected under the laws of its jurisdiction of organization? _____

5. New name of the limited liability company: _____

   _____

   (Name must end with the words "limited company" or the abbreviation "L.C." if not so
   contained in the name at present.)

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

   _____

7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:

   _____

8. Zell/Merrill Lynch Real Estate Opportunity Partners Limited Partnership is no longer the sole member of the LLC. The sole member of the LLC is now EOP Operating Limited Partnership

EOP Operating Limited Partnership, sole member of the LLC
By: Equity Office Properties Trust, a MD REIT, its GP

<u>July 11, 1997</u>

By: _____

Date

Signature of a member or the authorized
representative of a member

Ann M. Schneider
Asst. Secy.

_____

Typed or printed name