Boeing Realty Corporation 4060 Lakewood Blvd., 6th Floor Long Beach, CA 90808-170 Telephone: (562) 627-32 FAX: (562) 627-3109

September 9, 1997

DDL97.107.LTR VIA U.S. MAIL

Florida Department of State Amendment Section **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314

300002293903--09/16/97--01010--001 *****35.00 *****35.00

Re:

Name Change

To the Division of Corporations:

This letter hereby notifies you that McDonnell Douglas Realty Company has changed its name to Boeing Realty Corporation and said corporation is qualified to do business in Florida

Therefore, we are enclosing an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida, an original certificate evidencing the amendment and a check for \$35.00 to cover the filing fee which are your requirements for filing a name change.

Per your request the following is our return address and phone number:

Boeing Realty Corporation 4060 Lakewood Blvd., 6th Floor Long Beach, CA 90808-1700 562-627-3299

Attn: Legal Department

Please notify us when the change has taken place. Thank you.

Best regards,

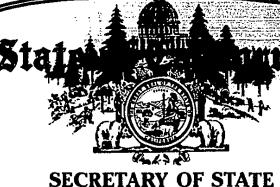
Delv De Leon Legal Secretary

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 MUST BE COMPLETED)

APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.) SECTION I (1-3 MUST BE COMPLETED) McDonnell Douglas Realty Company	
Name of corporation as it appears on the records of the Department of State.	
California Incorporated under laws of	3. July 2, 1990 Date authorized to do business in Florida
SECTIO (4-7 COMPLETE ONLY THE A	
he amendment changes the name of the corporation, when was the change effected under the laws of	
the amendment changes the name of the corporation, wh	hen was the change effected under the laws of
the amendment changes the name of the corporation, what jurisdiction of incorporation? August 11, 1997	hen was the change effected under the laws of
Signification of incorporation? August 11, 1997 Boeing Realty Corporation	•
jurisdiction of incorporation? August 11, 1997 Boeing Realty Corporation me of corporation after the amendment, adding suffix "corporation"	•
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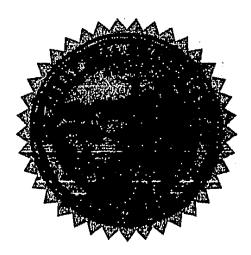


I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

> IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

> > AUG 1 3 1997



Billyones

Secretary of State

CERTIFICATE OF AMENDMENT OF RESTATED ARTICLES OF INCORPORATION in the office of the Secretary of State

uf the State of California

AUG 1 2 1997

The undersigned certify that:

BILL JONES, Secretary of State

- 1. They are the President and the Secretary, respectively, of McDonnell Douglas Realty Company, a California corporation (the "Corporation").
- 2. Article I of the Restated Articles of Incorporation of the Corporation is amended to read as follows:

"The name of the corporation is Boeing Realty Corporation."

- 3. The foregoing amendment of the Restated Articles of Incorporation has been duly approved by the board of directors of the Corporation.
- 4. The foregoing amendment of the Restated Articles of Incorporation has been duly approved by the sole shareholder of the Corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: August 11, 1997