



THE UNITED STATES
CORPORATION
COMPANY

P 39824

ACCOUNT NO. : 072100000032

REFERENCE : 460272 4367284

AUTHORIZATION : Patricia T. Piel

COST LIMIT : \$ 35.00

ORDER DATE : July 11, 1997

ORDER TIME : 10:21 AM

ORDER NO. : 460272-040

CUSTOMER NO: 4367284

100002245151--1

CUSTOMER: Ms. Denise Piel
Grubb & Ellis
Two Embarcadero Center
Ste 200
San Francisco, CA 94111-3834

FOREIGN FILINGS

NAME: AXIOM REAL ESTATE MANAGEMENT
INC

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

FILED
97 JUL 23 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
7/23
97 JUL 23 AM 11:35
DIVISION OF CORPORATION

CONSENT TO USE OF CORPORATE NAME

Secretary of State
State of Florida

The undersigned corporations, which are corporations organized under the laws of the States set forth opposite their names below and authorized to transact business in the State of Florida as domestic or foreign corporations, hereby consent to the use of the name "Grubb & Ellis Management Services, Inc" by an authorized foreign corporation, which has amended its name in the jurisdiction of its incorporation, and which is about to apply for an Amended Certificate of Authority of a Foreign Corporation under the name "Grubb & Ellis Management Services, Inc."

Names of Consenting Corporations and States of Incorporation

Grubb & Ellis Company (dba) Grubb & Ellis of Florida, Inc.), a Delaware corporation
Grubb & Ellis Affiliates, Inc., a Delaware corporation
Grubb & Ellis Asset Services Company, a Delaware corporation
Grubb & Ellis Services Corporation, a Florida corporation
Grubb & Ellis Mortgage Group, Inc. a California corporation

Dated: July 18, 1997

For the Corporations Named Above

By: Carol Vanairsdale
Carol Vanairsdale, Vice President

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**
(Pursuant to s. 607.1504, F.S.)

(1-3 must be completed)

Name of corporation as it appears on the records of the Department of State.

Incorporated under the laws of

Date authorized to do business in Florida

(4-7 complete only the applicable changes)

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

New Duration

New Jurisdiction

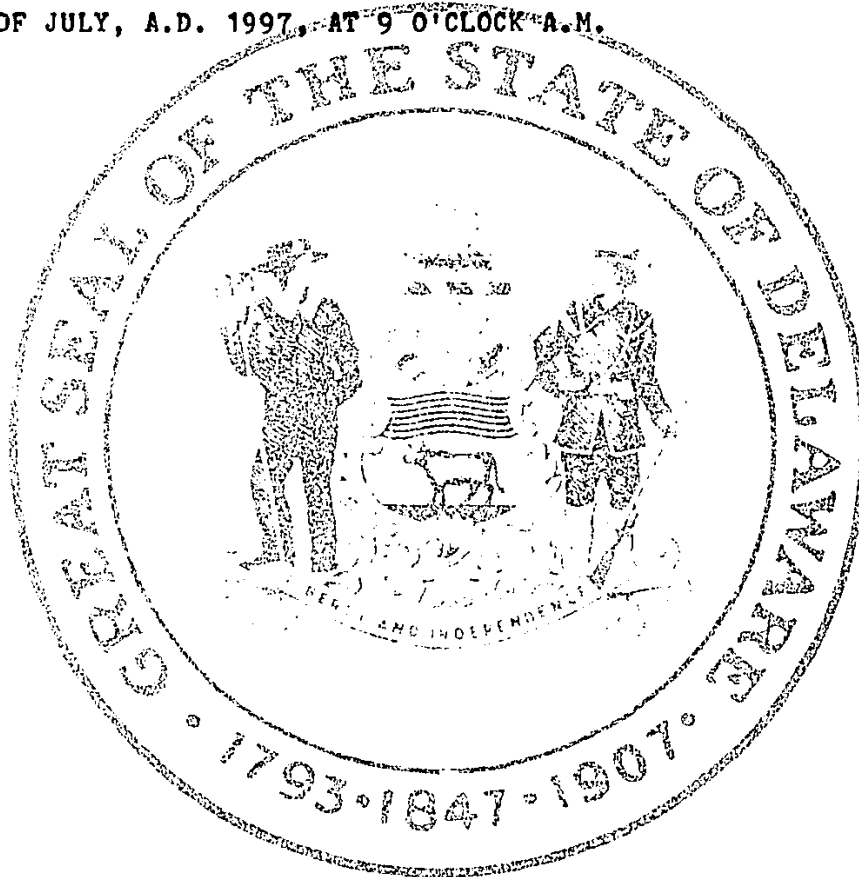
Typed or printed name

Date _____

Title

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AXIOM REAL ESTATE MANAGEMENT, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GRUBB & ELLIS MANAGEMENT SERVICES, INC.", THE THIRD DAY OF JULY, A.D. 1997, AT 9 O'CLOCK A.M.



2296237 8320

971236447



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State 1291

AUTHENTICATION: 07-16-97

DATE: