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P940000084338

August 21, 1998

The Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
98 SEP 23 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: ARTICLES OF AMENDMENT OF TISHMAN REAL
ESTATE INVESTMENT TRUST, INC.

400002623884--6
-08/25/98-01005-007
*****35.00 *****35.00

To Whom it May Concern:

Enclosed please find a signed Articles of Amendment of Tishman Real Estate Investment Trust, Inc., and our trust check in the amount of \$35.00, which is your filing fee for same.

Further enclosed please find our self addressed, stamped envelope for return of a copy of the filed document.

If you have any questions or problems, please do not hesitate to contact the undersigned.

Very truly yours,

MARSHALL DOUGLAS PLATT, P.A.
Attorney at Law

BY: M. D. Platt
MARSHALL D. PLATT, ESQUIRE

MDP/kgs

Enclosures

C:\WPDOCS\LETTERS\TISHMAN\SECOFSTAL1

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3P X NC OM
9-23-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 1, 1998

MARSHALL DOUGLAS PLATT, P.A.
% MARSHALL PLATT
3864 SHERIDAN STREET
HOLLYWOOD, FL 33021

SUBJECT: TISHMAN REAL ESTATE INVESTMENT TRUST, INC.
Ref. Number: P94000084338

We have received your document for TISHMAN REAL ESTATE INVESTMENT TRUST, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 498A00044979

ARTICLES OF AMENDMENT
OF
TISHMAN REAL ESTATE INVESTMENT TRUST, INC.

1. Article I of the Certificate of Incorporation of TISHMAN REAL ESTATE INVESTMENT TRUST, INC. is hereby amended to read:

"ARTICLE I CORPORATE NAME"

The name of this corporation is WILLIAM TISHMAN REAL ESTATE INVESTMENT TRUST, INC.

2. The foregoing amendment was adopted by the officers, directors, and stockholders of this corporation on August 19, 1998.

3. Upon the effectiveness of the foregoing amendment, the name of this corporation shall be and become WILLIAM TISHMAN REAL ESTATE INVESTMENT TRUST, INC.

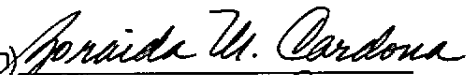
IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment this 19th day of August, 1998.


WILLIAM TISHMAN, President,
Director and Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 19th day of August, 1998, by WILLIAM TISHMAN, President, Director and Incorporator of WILLIAM TISHMAN REAL ESTATE INVESTMENT TRUST, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced N/A as identification and did (did not) take an oath.

NOTARY PUBLIC:

(sign) 
(print) ZORAIDA M. CARDONA

State of Florida
My Commission Expires:

