

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY
OF
CATELLUS MANAGEMENT CORPORATION
File Number C 128900

I, PETE T. CENARRUSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **CATELLUS MANAGEMENT CORPORATION** to **CATELLUS COMMERCIAL DEVELOPMENT CORPORATION** and attach hereto a duplicate of the application for such amended certificate.

Dated: April 3, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By _____

[Signature]



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

Apr 3 1 34 PM '01

(Instructions on back of application)

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, **Idaho Code**, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on February 21 1996,
authorizing it to transact business in the State of Idaho under the name of Catellus Management
Corporation
2. Its corporate name has been changed to Catellus Commercial Development Corporation
3. The name which it shall use hereafter in the State of Idaho is Catellus Commercial Development
Corporation
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: N/A

Dated: March 23, 2001 Catellus Commercial Development Corporation
(Corporation Name)

By *Katherine D. Kiernan*
KATHERINE D KIERNAN

Its Assistant Secretary
(specify capacity of signer)

Customer Acct # :
(if using pre-paid account)

IDAHO SECRETARY OF STATE

04/04/2001 09:00
CK: 171629 CT: 16058 BH: 308958

1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C128900

s:\corp\forms\AAC.ppt6 Revised 7/97

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CATELLUS MANAGEMENT CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CATELLUS COMMERCIAL DEVELOPMENT CORPORATION", THE SIXTH DAY OF FEBRUARY, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2247928 8320

010156771

AUTHENTICATION: 1055071

DATE: 03-30-01