

REGISTERED LIMITED PARTNERSHIP

Filing Fee: \$20.00

ID Number: 000483294

**STATEMENT OF CHANGE OF SPECIFIED OFFICE
AND/OR REGISTERED AGENT**

Pursuant to the provisions of Sections 7-13-4 of the General Laws, 1956, as amended, the undersigned authorizes a change of its specified office and/or its registered agent in the state of Rhode Island as follows:

1. The name of the limited partnership is:

ERP Operating Limited Partnership

2. The address of the specified office at which shall be kept the records required by Section 7-13-5 to be maintained as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

(Applicable to domestic limited partnerships only)

3. The address of the NEW specified office at which shall be kept the records required by Section 7-13-5 to be maintained is:

(Applicable to domestic limited partnerships only)

4. The name of the registered agent for service of process as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

C T Corporation System

5. The name of the NEW registered agent for service of process is:

C T Corporation System

6. The address of the registered agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

10 Weybosset Street, Providence, Rhode Island 02903

7. The NEW address of the registered agent is:

155 South Main Street, Suite 301, Providence, Rhode Island 02903

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: 12/30/08

ERP Operating Limited Partnership
Print Name of Limited Partnership

By Equity Residential, a Maryland
General Partner

Real Estate Investment Trust

Form No. 643
Revised: 12/05

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By OpB

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