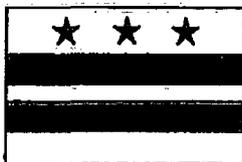


Initial File #: P29097

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Act have been complied with and accordingly, this **CERTIFICATE OF AMENDMENT** is hereby issued to:

AMSTERDAM & PARTNERS LLP

Effective Date: 5/16/2012

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 5/16/2012 1:18 PM

Business and Professional Licensing Administration



A handwritten signature in cursive script that reads "Patricia E. Grays".

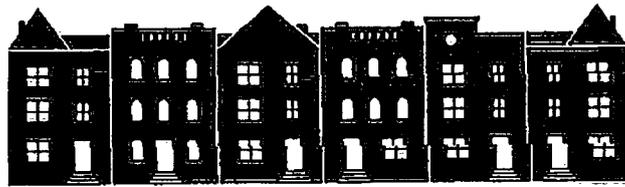
PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Vincent C. Gray
Mayor

Tracking #: prCVCxTa

Reset Form

Print Form



DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS
District of Columbia Government

Corporations Division

**Amendment of Statement of Qualification for Domestic Limited Liability Partnership
Form DLLP-2, Version 2, June 2010.**

Use this form (DLLP-2) to amend statement of qualification for a Domestic Limited Liability Partnership in the District of Columbia

ENTITY TYPE	FILING FEE
Domestic Limited Liability Partnership	Refer to Corporate Fee Schedule posted online

Under the provisions of the District of Columbia Uniform Partnership Act of 1996, We, the undersigned partners, present this Amendment to Statement of Qualification of Domestic Limited Liability Partnership for filing.

1. Entity Name:

Amsterdam & Peroff LLP

2. The following information is being amended:

1. Paragraph 1.2 of the Partnership Agreement is amended as of May 15, 2012 and the new name of the Domestic Limited Liability Partnership is Amsterdam & Partners LLP.
2. The Partnership Agreement has been further amended to reflect that:
 - a. Pursuant to Paragraph 6.1 of the Partnership Agreement, Dean A. Peroff has voluntarily withdrawn as a Partner of Amsterdam & Peroff LLP; and
 - b. Andrew J. Durkovic has joined as a Partner of Amsterdam & Partners LLP.

This Amendment has been approved by members with voting rights holding at least a majority of the interest in profits of the limited liability company.

3. Partner executing this form

Andrew J. Durkovic

4. Signature

If you sign this application, you agree that you understand that anyone who makes a false statement anywhere on it can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

Mail all forms and required payment to:

Department of Consumer and Regulatory Affairs
Corporations Division
PO Box 92300
Washington, DC 20090
Phone: (202) 442-4400

Please check dcra.dc.gov to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."



1015 15th Street NW
Suite 1000
Washington, DC 20005-2606

202 572 3133 tel
202 572 9633 fax
www.ctlegalsolutions.com

September 9, 2009

Craig Benjamin
Baach Robinson & Lewis
1201 F Street NW
Suite 500
Washington DC 20004

Re: Order #: 7649557 SO
Customer Reference 1: None Given
Customer Reference 2: None Given

Dear Craig Benjamin:

In response to your request regarding the above referenced order, your filing(s) has been completed as indicated below:

Amsterdam & Peroff LLP (DC)
Formation
District of Columbia
Filing Date: September 9, 2009
Filing Number: N/A

If you have any questions concerning this order, please contact:

Ada Jimena Fernandez
Washington, DC Corporate Team 2
Phone: (800) 242-6320
Email: Jimena.Fernandez@wolterskluwer.com

Thank you for this opportunity to be of service.



CT Corporation

1015 15th Street NW
Suite 1000
Washington, DC 20005-2606

202 572 3133 tel
202 572 9633 fax
www.ctlegalsolutions.com

Sincerely,

Thomas Fahey
Washington Fulfillment Team 1
Thomas.Fahey@wolterskluwer.com

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



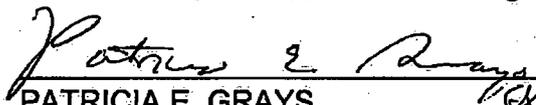
C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT OF COLUMBIA UNIFORM PARTNERSHIP ACT of 1996 have been complied with and accordingly, this **CERTIFICATE OF STATEMENT OF QUALIFICATION** is hereby issued to:
AMSTERDAM & PEROFF LLP

as of the 9th day of September, 2009.

Director
LINDA K. ARGO

Business and Professional Licensing Administration


PATRICIA E. GRAYS

Superintendent of Corporations
Corporations Division

Adrian M. Fenty
Mayor



District of Columbia Government
Corporations Division
 PO Box 92300
 Washington DC 20090

Statement of Qualification for Domestic Limited Liability Partnership

Use this application to form a Domestic Limited Liability Partnership in the District of Columbia.

ENTITY TYPE: Domestic Limited Liability Partnership FILING FEE: \$50 payable to DC Treasurer

Under the provisions of the District of Columbia Uniform Partnership Act of 1996, We, the undersigned partners, present this Statement of Qualification of Domestic Limited Liability Partnership for filing.

- Entity Name
Amsterdam & Peroff LLP
- Address of partnership in the District. (If partnership does not have address in DC, then a Registered Agent is required)
The Homer Building, 601 Thirteenth Street, NW, Eleventh Floor South, Washington, DC 20005
- Name of Registered Agent and address of registered office in the District. (Attach Form RA-1: Registered Agent's Written Consent)
C T Corporation System, 1015 15th Street N.W., Suite 1000, Washington, D.C. 20005
- Effective date will be upon filing unless deferred date is selected:

5. List all partners (attach list if you need more space)

TITLE	NAME	ADDRESS
Equity Partner	Robert R. Amsterdam	35 Alvin Avenue, Toronto M4T 2A7 Canada
Equity Partner	Dean A. Peroff	35 Alvin Avenue, Toronto M4T 2A7 Canada
Non-Equity Partner	Andrew J. Durkovic	The Homer Building, 601 Thirteenth Street, NW, Eleventh Street

6. Partner executing this form
Andrew J. Durkovic

7. Signature

If you sign this application, you agree that you understand that anyone who makes a false statement anywhere on it can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

SEP - 9 2009

Mail all forms and required payment to:
 Department of Consumer and Regulatory Affairs
 Corporations Division
 PO Box 92300
 Washington, DC 20090
 Phone: (202) 442-4400



Please check dcra.dc.gov to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."



District of Columbia Government
Corporations Division
 PO Box 92300
 Washington DC 20090

RA-1. Registered Agent's Written Consent

Use this form to appoint a Registered Agent for an entity. Choose Option A or B, but not both. There is no filing fee for this form. Under DC Official Code (DCOC) Titles 29 and 41, a Registered Agent (RA) must be:

A bona fide resident of the District of Columbia (District), or

A for-profit corporation, authorized by articles of incorporation or certificate of authority to act as agent.

Limited Liability Corporations (LLCs) and Limited Liability Partnerships (LLPs) may not act as RAs. Entities may not act as their own RAs.

A. By a District Of Columbia resident: I, a bona fide District resident, consent to act as a RA for the entity below.

Name of Resident	Address of Resident
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Entity Name	Signature
-------------	-----------

B. By a legally authorized corporation: The authorized corporate Registered Agent in the District, by the signatures of its President/Vice-President and Secretary/Assistant Secretary, agrees to act as RA for the entity below.

Name of Corporation	Address
C T Corporation System	1015 15th Street N.W., Suite 1000, Washington, D.C. 20005

Entity Name

President or Vice-President	Signature <i>Mart Brickman</i> Mart Brickman Vice President and Assistant Secretary
-----------------------------	--

Secretary or Assistant Secretary	Signature
----------------------------------	-----------

If you sign this form, you agree that you understand that anyone who makes a false statement anywhere on it can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

Mail all forms and required payment to:

Department of Consumer and Regulatory Affairs
 Corporations Division
 PO Box 92300
 Washington DC 20090
 Phone: (202) 442-4400

Please check dcra.dc.gov to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."