

State of Maryland  
**Department of  
Assessments and Taxation**

Charter Division



**Martin O'Malley**  
*Governor*

**C. John Sullivan, Jr.**  
*Director*

**Paul B. Anderson**  
*Administrator*

Date: 03/14/2007

THE CORPORATION TRUST INCORPORATED  
300 E LOMBARD ST.  
BALTIMORE MD 21202-3219

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : UDR, INC.  
DEPARTMENT ID : D07353964  
TYPE OF REQUEST : ARTICLES OF AMENDMENT / NAME CHANGE  
DATE FILED : 03-14-2007  
TIME FILED : 10:29 AM  
RECORDING FEE : \$100.00  
EXPEDITED FEE : \$150.00  
COPY FEE : \$23.00  
FILING NUMBER : 1000361994459869  
CUSTOMER ID : 0001931877  
WORK ORDER NUMBER : 0001374915

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT  
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK  
ORDER NUMBER ON ANY INQUIRIES.

Charter Division  
Baltimore Metro Area (410) 767-1350  
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395  
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941  
MRS (Maryland Relay Service) (800)735-2258 TT/Voice- Fax (410)333-7097  
Website: [www.dat.state.md.us](http://www.dat.state.md.us)

0004428128

CACCPY

ENTITY TYPE: ORDINARY BUSINESS - STOCK  
STOCK: Y  
CLOSE: N  
EFFECTIVE DATE: 03-14-2007  
PRINCIPAL OFFICE: 300 E. LOMBARD STREET  
BALTIMORE MD 21202  
RESIDENT AGENT: THE CORPORATION TRUST INCORPORATED  
300 E LOMBARD ST.  
BALTIMORE MD 21202-3219

COMMENTS:

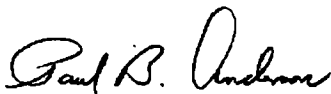
THIS AMENDMENT RECORD INDICATES THE NAME CHANGE  
FROM: UNITED DOMINION REALTY TRUST, INC.  
TO: UDR, INC.

**STATE OF MARYLAND**  
**Department of Assessments and Taxation**

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT UDR, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MARCH 14, 2007.



Paul B. Anderson  
Charter Division



301 West Preston Street, Baltimore, Maryland 21201  
Telephone Balto. Metro (410) 767-1344 / Outside Balto. Metro (888) 246-5941 0004428165  
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice  
Fax (410) 333-7097

CRTGST

**UNITED DOMINION REALTY TRUST, INC.**

**ARTICLES OF AMENDMENT**

United Dominion Realty Trust, Inc., a Maryland corporation (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation (the "Charter") is hereby amended as follows:

Article II of the Charter is amended in its entirety to read as follows:

**ARTICLE II  
NAME**

The name of the Corporation is UDR, Inc. (the "Corporation").

SECOND: The foregoing amendment to the Charter has been approved by a majority of the entire Board of Directors and the amendment is limited to changes expressly authorized by the Maryland General Corporation Law to be made without action by the stockholders.

THIRD: The undersigned Chief Executive Officer and President of the Corporation, and the undersigned Secretary of the Corporation, acknowledge these Articles of Amendment to be the corporate act of the Corporation and as to all matters or facts required to be verified under oath, the undersigned Chief Executive Officer and President of the Corporation, and the undersigned Secretary of the Corporation, acknowledge that to the best of his or her knowledge, information and belief, these matters and facts are true in all material respects and this statement is made under the penalties of perjury.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf by its Chief Executive Officer and President and attested to by its Secretary on this 14th day of March, 2007.

UNITED DOMINION REALTY TRUST, INC., a  
Maryland corporation

By: \_\_\_\_\_

Thomas W. Toomey  
Chief Executive Officer and President

Attest: March 14, 2007

*Mary Ellen Norwood*

Mary Ellen Norwood  
Vice President — Legal Administration and  
Secretary

RECEIVED  
DEPARTMENT OF  
ASSESSMENTS & TAXATION  
2007 MAR 14 A 10:29