2011 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# B9400000099

Apr 15, 2011 Secretary of State

Entity Name: FLORIDA KEYS FACTORY SHOPS LIMITED PARTNERSHIP

Current Principal Place of Business: New Principal Place of Business:

C/O PRIME RETAIL, L.P. 225 W. WASHINGTON ST. 217 EAST REDWOOD STREET, 20TH FLOOR INDIANAPOLIS, IN 46204

BALTIMORE, MD 21202

Current Mailing Address: New Mailing Address:

C/O PRIME RETAIL, L.P.
217 EAST REDWOOD STREET, 20TH FLOOR
BALTIMORE, MD 21202

C/O CORPORATE PARALEGAL
225 W. WASHINGTON ST., P.O. BOX 7033
INDIANAPOLIS, IN 462077033

FEI Number: 36-3886631 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND PLANTATION, FL 33324 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

GENERAL PARTNER INFORMATION:

ADDRESS CHANGES ONLY:

Document #: M03000003864

Name: PRIME OUTLETS MORTGAGE BORROWER GP, LLC

Address: 217 EAST REDWOOD STREET, 20TH FLOOR Address: 225 W. WASHINGTON ST.

City-St-Zip: BALTIMORE, MD 21202 City-St-Zip: INDIANAPOLIS, IN 46204

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: JAMES M. BARKLEY AS 04/15/2011