

F98000001707

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

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-03/25/98--01084--019
*****78.75 *****78.75

CORPORATION(S) NAME

Simco Acquisitions, Inc.

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Acknowledgment
W.P. Verifier

MAR 25 1998

Thanks,
Jeff

File first

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3/25*

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Simco Acquisitions, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. Pending
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 24, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon approval of qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 115 W. Washington Street
Indianapolis, IN 46204
(Current mailing address)

8. To be a general partner of SDG Macerich Properties, L.P.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T CORPORATION SYSTEM

Connie Brown
(Registered agent's signature) (Officer)

CONNIE BROWN
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Herbert Simon

Address: 115 W. Washington Street

Indianapolis, IN 46204

~~Vice Chairman~~ ^{CEO} David Simon

Address: 115 W. Washington Street

Indianapolis, IN 46204

Director: David Simon

Address: 115 W. Washington Street

Indianapolis, IN 46204

Director: Adrienne M. Horne

Address: 1209 Orange Street

Willington, DE 19801

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Richard S. Sokolov

Address: 115 W. Washington Street

Indianapolis, IN 46204

Vice President: Randolph L. Foxworthy

Address: 115 W. Washington Street

Indianapolis, IN 46204

Secretary: James Barkley

Address: 115 W. Washington Street

Indianapolis, IN 46204

Treasurer: Stephen E. Sterrett

Address: 115 W. Washington Street

Indianapolis, IN 46204

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

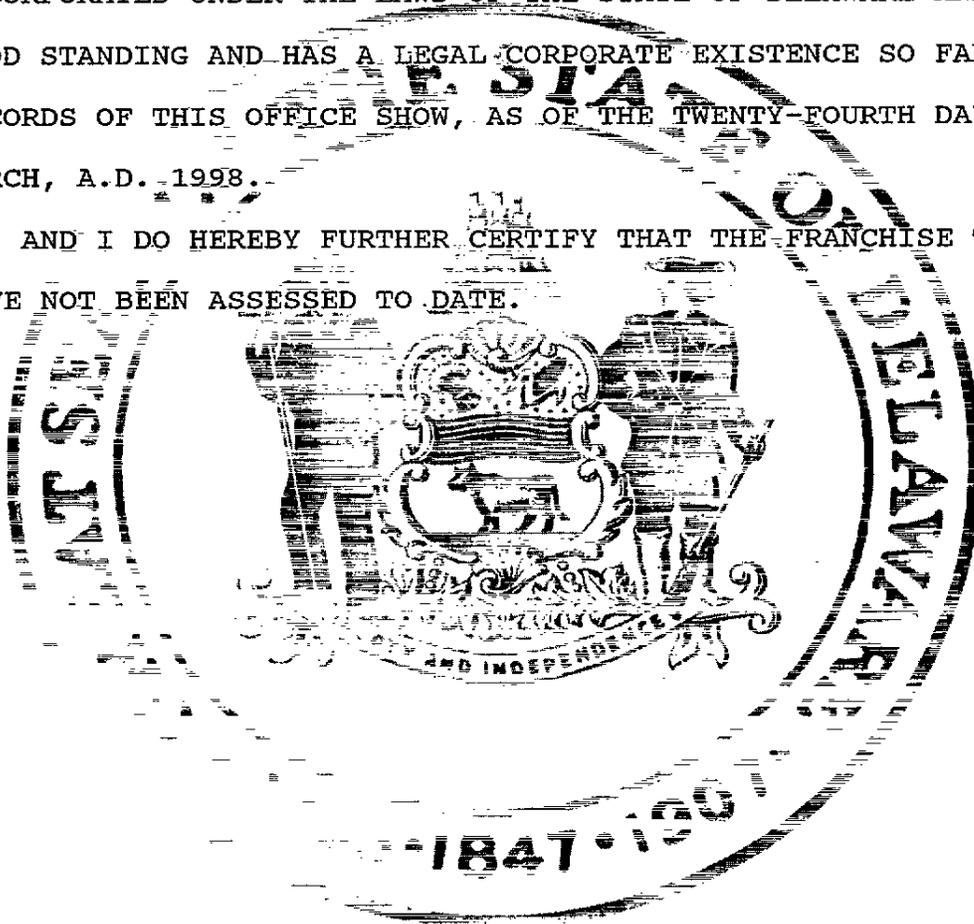
14. James M. Barkley, Secretary
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SIMCO ACQUISITIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOUR DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE: 8989258

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03-24-98