

F990000002633



ACCOUNT NO. : 072100000032

REFERENCE : 249410 4303929

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pijet

ORDER DATE : May 21, 1999

ORDER TIME : 3:13 PM

ORDER NO. : 249410-005

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst
Greenberg Traurig
1221 Brickell Avenue
20th Floor
Miami, FL 33131

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99 MAY 21 AM 10:00

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FOREIGN FILINGS

NAME: SREG PORT EVERGLADES BUILDING
II, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (3) CERTIFIED COPY
 PLAIN STAMPED COPY
XX (3) CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

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AL APR 21 1999

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. SREG PORT EVERGLADES BUILDING II, INC.
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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
(State or Country under the law of which is incorporated)
3. 65-0858424
(F.E.I Number, if applicable)
4. May 14, 1999
(Date of Incorporation)
5. Perpetual
(Duration: Year corporation will cease to exist or "Perpetual")
6. Date of qualification in Florida
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)
7. 200 South Park Road - #200, Hollywood, Florida 33021
(Current Mailing Address; please include city, state & zip code)
8. Any lawful business
(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: Theodore R. Stotzer
Office Address: 200 S. Park Road, #200
Hollywood, Florida 33021

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10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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 obligations of my position as registered agent.

Theodore R. Stotzer (Signature)
Theodore R. Stotzer - Registered Agent

Date: May 19, 1999

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

12. NAME OF DIRECTORS and OFFICERS:

A. DIRECTORS:

Director: Michael J. Swerdlow
Address: 200 South Park Road - #200
Hollywood, Florida 33021

B. OFFICERS:

Chairman/
Chief Executive Officer
Address: Michael J. Swerdlow
200 South Park Road - #200, Hollywood, Florida 33021

President/
Chief Operating Officer
Address: Frank Zohn
200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President-
General Counsel/Secretary
Address: Theodore R. Stotzer
200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President-
Office/Industrial
Development
Address: Sidney Atzman
200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President-
Corporate Development
Address: Brett Dill
200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President-
Retail Development
Address: Roger LeBlanc
200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President-
Commercial Development
Address: Robert Banks
200 South Park Road - #200, Hollywood, Florida 33021

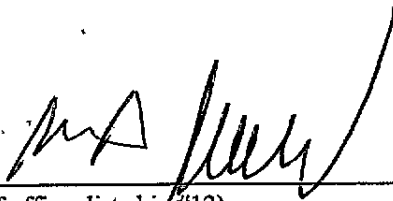
Senior Vice President/
Chief Financial Officer/
Treasurer
Address: H. Russell Holland, III
200 South Park Road - #200, Hollywood, Florida 33021

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Vice President- Development Address:	<u>Richard Bassell</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Mall Construction Address:	<u>Mark Bethel</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Finance Address:	<u>Vince Bonner</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Mall Management Address:	<u>Daniel Cetina</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Retail Development Address:	<u>Larry Golinsky</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Finance Address:	<u>Marie Iammatteo</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Asset Management Address:	<u>Jim McCulla</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Mall Leasing Address:	<u>Victor Suvall</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Construction Address:	<u>Ted Talbot</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Corporate Controller Address:	<u>Joaquin Vendrell</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>

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13.


(Signature of officer listed in #12)

Date: May 19, 1999

14.

Michael J. Swerdlow, President
(Print or type name and office of person signing this application)

MIAMI/FORBESE/1045229/m#\$5011.DOC/5/18/99

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SREG PORT EVERGLADES BUILDING II, 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 FOURTEENTH DAY OF MAY, A.D. 1999.

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

FILED
99 MAY 21 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

3043096 8300

991193270

AUTHENTICATION:

9745977

DATE:

05-14-99