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DAVIS & FIELDS, P.C.

ATTORNEYS

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RICHARD E. DAVIS
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April 24, 2001

MAILING ADDRESS:
POST OFFICE BOX 2925
DAPHNE, ALABAMA 36526

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: PERDIDO POINT, L.L.C.
Our File No.: 10504

Dear Sirs:

Please find enclosed the following documents in connection with filing a Foreign Limited Liability Company in Florida:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. State of Alabama Certificate of Existence;
4. A firm check in the amount of \$125.00 for such filing fees.

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****125.00 ****125.00

Also enclosed is a photocopy of the Application. Please date stamp this copy and return to us. Thank you for your assistance in this matter and should you have any questions or need anything additional, please do not hesitate to give us a call.

Yours very truly,

Leslie T. Fields
LESLIE T. FIELDS

LTF/tmb
enclosures

cc: Mr. Chris White
F:\Davis-Fields\Davis & Fields Client\10504\c\FL SOS.wpd

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. PERDIDO POINT, L.L.C.
(Name of foreign limited liability company)

2. ALABAMA 3. PENDING
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. MARCH 27, 2001 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. April 15, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3602-A Old Shell Road
Mobile, Alabama 36608
(Street address of principal office)

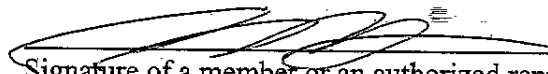
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TALLAHASSEE FLORIDA

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
SOUTHEAST PROPERTIES I, L.C. (a Virginia Limited Liability Company)
3602-A OLD SHELL ROAD
MOBILE, ALABAMA 36608

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: A Shopping Center


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Christopher B. White
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

PERDIDO POINT, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

CT CORPORATION SYSTEMS

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that Perdido Point, L.L.C. organized in the office of the Judge of Probate of Mobile County on March 28, 2001. I further certify that the records do not disclose that said Perdido Point, L.L.C. has been dissolved.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 13, 2001

Date

Jim Bennett

Secretary of State