

BYRON BARCLAY BLOCK
ATTORNEY AT LAW
1415 EAST PIEDMONT DRIVE, SUITE 3
TALLAHASSEE, FLORIDA 32312

699249

TELEPHONE 850-385-3900
FAX 850-385-0121

October 6, 1998

Ms. Thelma Lewis
Corporate Specialist Supervisor
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: General Growth Properties - Charter Number 669249

800002661128--7
-10/12/98--01017--002
*****87.50 *****43.75

Dear Ms. Lewis:

In response to your letter of October 5th I enclose my firm check in the amount of \$87.50 as full payment of the fee to resign as Registered Agent for the above corporation effective immediately.

Thank you for your assistance in this matter.

Very truly yours,


Byron Block

BB:db
Enclosure

cc: General Growth Properties

FILED
98 OCT 12 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLL OCT 12 1998
OCT 10 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 5, 1998

BYRON BLOCK, ESQ.
1415 EAST PIEDMONT DRIVE
SUITE 3
TALLAHASSEE, FL 32312

SUBJECT: GENERAL GROWTH PROPERTIES
Ref. Number: 699249

We have received your document for GENERAL GROWTH PROPERTIES, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$87.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 698A00049388

BYRON BARCLAY BLOCK

ATTORNEY AT LAW

1415 EAST PIEDMONT DRIVE, SUITE 3
TALLAHASSEE, FLORIDA 32312

TELEPHONE 850-385-3900

FAX 850-385-0121

September 24, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

FILED
98 OCT 12 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Re: General Growth Properties, Inc. - Charter Number 699249

Gentlemen:

With respect to the above company please accept this letter as notice of my resignation of Registered Agent effective immediately. I have furnished General Growth Properties, Inc. notice of my resignation through their Chicago, Illinois office at 55 West Monroe Street, Suite 3100, Chicago, IL 60603-5060.

Thank you for your assistance.

Very truly yours,


Byron Block

BB:db