

HILTON PENSON & PADGETT

L. Charles Hilton, Jr.
Albert C. Penson
Timothy D. Padgett
Julie K. Hilton
Jacalyn N. Kolk
Laura Roesch
Mary Ellen Davis
Laura K. Conrad
Teresa A. Eyerman

☒ P.O. Box 1327
101 E. Tennessee Street
Tallahassee, FL 32302
(904) 81-8000 Telephone
(904) 81-8000 Facsimile

☐ Hilton, Hilton, Kolk
Penson & Roesch
1610 Beck Avenue
Panama City Beach, FL 32405
(904) 785-0535 Telephone
(904) 785-7176 Facsimile

BY HAND DELIVERY

Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

Re: Change of Registered Office
Or: General Shopping Centers, Inc.
M & S Shopping Centers, Inc. of Florida

000002092800--8
-02/20/97--01015--003
*****35.00 *****35.00

To whom it may concern:

Enclosed are the Statements of Change of Registered Office for Corporations for each of the referenced companies. I have also enclosed separate checks in the amount of \$35 for each corporation.

Please initiate the requested changes. Please let me know if you have any questions or require additional information.

Sincerely,



Albert C. Penson
Hilton, Penson & Padgett

ACP/lgt
cc: Paul E. Lloyd
Encs.

APPROVED
AND
FILED
57 MAR -3 PM '97
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

824816



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 21, 1997

HILTON PENSON & PADGETT
% ALBERT PENSON
P.O. BOX 1327
TALL., FL 32302

SUBJECT: GENERAL SHOPPING CENTERS, INC.
Ref. Number: 824816

We have received your document for GENERAL SHOPPING CENTERS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 597A00009372

RECEIVED
TALLAHASSEE, FLORIDA

57112-2 PM 16

APPROVED
AND
FILED

RACM
200
March 3, 97

HILTON PENSON & PADGETT

L Charles Hilton, Jr.
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☒ P.O. Box 1327
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☐ Hilton, Hilton, Kolk
Penson & Roesch
1610 Beck Avenue
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(904) 785-7176 Facsimile

February 26, 1997

Ms. Carol Mustain
Corporate Specialist
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

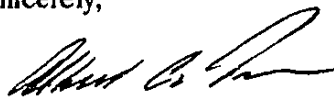
Re: General Shopping Center Centers, Inc.
Your Reference Number: 824816

Dear Ms. Mustain:

Enclosed is the completed Statement of Change of Registered Agent for the above referenced corporation. Also enclosed is the check for the \$35.00 filing fee was included with the original statement to your office and returned to us with the revised form.

If you have any questions or require additional information, please feel free to call our office.

Sincerely,



Albert C. Penson
Hilton, Penson & Padgett

ACP/clk
Enclosure

APPROVED
AND
FILED
97-112-3 01 01 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of North Carolina submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: GENERAL SHOPPING CENTERS, INC.

2. The mailing address of the corporation is: 901 East Boulevard
Charlotte, NC 28203

3. Date of incorporation/qualification: 5/13/69 Document number: 082 1918

4. The name and address of the current registered agent and office:

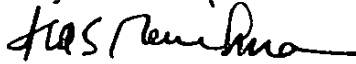
William H. Maness
3104 Independent Square
Jacksonville, Florida 32202

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Albert C. Penson
701 East Tennessee Street
Tallahassee, Florida 32308

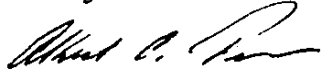
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

 2/26/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

Ira Meiselman, President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

 2/26/97
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

57 MAR -3 PM 3:10

APPROVED
AND
FILED