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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN SEP 23 2004

CT CORPORATION

September 23, 2004

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Order #: 6196110 SO
Customer Reference 1: Coral Square Mall
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Head Acquisition, L.P. (DE)
Misc - Foreign LP Filing - Reinstatement
Florida

Head Acquisition, L.P. (DE)
Certificate of Status-Foreign
Florida

+ a "simultaneous
L.P. Amendment
to change
the GP"

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

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TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

CT CORPORATION

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Head Acquisition, L.P.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

9. NAMES OF GENERAL PARTNERS

SPG Head GP, LLC, 115 W. Washington Street, Suite 15E, Indianapolis, Indiana 46204

#104000003949

10. c/o Corporate Paralegal, Simon Property Group, 115 W. Washington Street, Suite 15E, Indianapolis, IN 46204

GENERAL PARTNER:

SPG Head GP, LLC, a Delaware limited liability company

By: Simon Property Group, L.P., a Delaware limited partnership, its sole member

By: Simon Property Group, Inc., a Delaware corporation, its general partner

By:

James A. Schmidt

James A. Schmidt, Assistant Secretary

STATE OF Indiana

COUNTY OF Marion

On this 22 day of September, 2004, James A. Schmidt personally appeared before me,



who is personally known to me



whose identity I proved on the basis of _____



Tracy L. Reinholt

(Notary Public Signature)

Tracy L. Reinholt

(Notary's Printed Name)

Seal

My Commission Expires: