

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

LIMITED
PARTNERSHIP
REINSTATEMENTFLORIDA DEPARTMENT OF STATE
Secretary of State
DIVISION OF CORPORATIONS

FILED

2004 SEP 23 PM 2:51

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOCUMENT # 00000000343

1. Name of Limited Partnership
Head Acquisition, L.P.2. Principal Office Address
115 W. Washington St.3. Mailing Office Address
c/o Corporate ParalegalSuite, Apt. #, etc.
Suite 15ESuite, Apt. #, etc.
115 W. Washington St., Suite 15ECity & State
Indianapolis, INCity & State
Indianapolis, INZip Country
46204 USAZip Country
46204 USA

B. Name and Address of Current Registered Agent

Name
CT Corporation SystemStreet Address (P.O. Box Number is Not Acceptable)
1200 South Pine Island Road

Suite, Apt. #, Etc.

City
PlantationState Zip Code
FL 333244. Date Formed or Registered
To Do Business in Florida 11/3/20005. FEI Number
36-4391611Applied For
Not Applicable6. CERTIFICATE OF STATUS DESIRED ☒ See Instructions for a Certificate of Status7a. Capital Contributions as shown on Record:
17,322,699.007b. Amount of Capital Contributions in FLORIDA to date:
17,322,699.00

FEES:

- 1.) Filing Fee(s): Computed at a rate of \$7 per \$1,000 on amount entered in 7b, with a minimum filing fee of \$52.50 and a maximum of \$437.50, for each year due this office.
 - 2.) Supplemental Fee(s): \$88.75 for each year due this office, beginning with 1992 calendar year.
 - 3.) Penalty Fee(s): \$500 penalty fee for each year report form is delinquent.
- Note: If the amount entered in 7b is greater than amount entered in 7a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.

9. Pursuant to the provisions of sections 620, 1051 and 620, 192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent, I am familiar with, and accept the obligations of section 620, 192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) Corrie Bayen Special Agent Security DATE 9/22/04A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

10. Name(s) of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	City, State and Zip Code	10a. Registration Document Number
SPG Head GP, LLC	115 W. Washington Street, Suite 15E	Indianapolis, IN 46204	M04000063949
			09/23/04--01058--002 **8.75
			400041299674
			09/23/04--01058--003 **210.00

REINSTATEMENT

2003-04

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(i) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

DATE 9/21/2004

Typed or Printed Name of General Partner Signing Form

See attached signature block for this entity

Telephone Number 317/263-7131

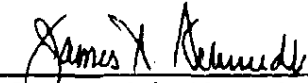
HEAD ACQUISITION, L.P., a Delaware limited partnership

By: SPG HEAD GP, LLC, a Delaware limited liability company, general partner

By: SIMON PROPERTY GROUP, L.P., a Delaware limited liability company, its
sole member

By: SIMON PROPERTY GROUP, INC., a Delaware corporation, its general
partner

By:



James A. Schmidt, Assistant Secretary

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