2000 UNIFORM BUSINESS REPORT (UBR)

SIGNATURE:

				(00:1)	, had
DOCUMENT #2 - 89400000091					FILED
PRIME RETAIL, LTD.			<u>ئ</u>	4.50	SEGRETARY OF STATE DIVISION OF CORPORATIONS
				<del></del>	00 SEP 29 PM 1: 37
Principal Place of Business Mailing Address  * PRIME RETAIL, L.P. * PRIME RETAIL, L.P.					
100 EAST PRATT ST., 19TH FL 100 EAST PRATT ST., 19TH					
BALTIMORE MD 21202 BALTIMORE MD 2120			21202-1009		
Principal Place of Business     3. Mailing Address					
z. miloipari	G. Maining Address				
Suite, Apt. #, etc. Su		Suite, Apt. #, etc.	uite, Apt. #, etc.		DO NOT WRITE IN THIS SPACE
City & State		City & State	Dity & State		4. FEI Number 52-1844882 47/6 Applied For Not Applicable
Zip Country 2		Zip	Zip Country		5. Certificate of Status Desired See Required
6. Name and Address of Current Registered Agent					7. Name and Address of New Registered Agent
				Name	
MANN, WILLIAM J GULF COAST FACTORY SHOPS				Street Address (P.O. Box Number is Not Acceptable)	
5461 FACTORY SHOPS BLVD.					
ELLENTON FL 34222				City FL Zip Code	
The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.					
?					
SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)  DATE					
9. Capital Contributions as Shown on record. \$32,022,000.00 In FLORIDA to date.				butions	11. MAKE CHECK PAYABLE TO DEPT OF STATE SEE REVERSE SIDE FOR FEE THE REMATION
A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE F					ERED AND ACTIVE WITH THIS OFFICE.
NOTE: General Partners MAY NOT be changed on the form; an amendment must be filled to change a general partner.  12. GENERAL PARTNER INFORMATION 13. ADDRESS CHANGES ONLY					
DOCUMENT# F94000001318 FC3-4716			STRE	ET ADORESS	2.1
NAME STREET ADDRESS	PRIME RETAIL, INC.   100 East Pratt Street, 19th Floor			ļ	
CITY-ST-ZIP	BALTIMORE MD 21202		CITY	-ST-ZIP	
DOCUMENT# NAME			STRE	EFT ADDRESS	
STREET ADDRESS	NESS .		. CHTV	-ST-ZIP	<del>3000034147'93 1</del> -10/05/0001059027
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STREET ADDRESS City-St-21P			CTY	-ST-ZIP	-10/05/0001059028 ****535.00 *****535.00
DOCUMENT #	5		STRE	ET ADDRESS	
STREET ADDRESS CITY-ST-72P			CITY	-ST-ZIP	
DOCUMENT	· 1			ET ADDRESS	
STREET ĀDĪĒĢESS CITY <sub>\$</sub> ST-ZIP			СПУ	-ST-ZIP	
DOCUMENT /			\$TRE	ET ADDRESS	
STREET ADDRESS CITY-ST-ZIP			CITY	-ST-ZIP	
14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this copyr is true and accurate and that my signature shall have the same legal effect as if made under each; that I am a Geograf Partner of the limited partnership or					
indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes					

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER Name: C. Alan Schroeder Executive Vice Fresident - General Counsel and Secretary

410-234-0782