

2005 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# B94000000099

FILED
Jan 10, 2005
Secretary of State

Entity Name: FLORIDA KEYS FACTORY SHOPS LIMITED PARTNERSHIP

Current Principal Place of Business:

% PRIME RETAIL, L.P.
100 EAST PRATT STREET, 19TH FLOOR
BALTIMORE, MD 21202

New Principal Place of Business:

C/O PRIME RETAIL, L.P.
217 EAST REDWOOD STREET, 20TH FLOOR
BALTIMORE, MD 21202

Current Mailing Address:

% PRIME RETAIL, L.P.
100 EAST PRATT STREET, 19TH FLOOR
BALTIMORE, MD 21202

New Mailing Address:

C/O PRIME RETAIL, L.P.
217 EAST REDWOOD STREET, 20TH FLOOR
BALTIMORE, MD 21202

FEI Number: 36-3886631

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

MANN, WILLIAM J
5461 FACTORY SHOPS BLVD.
ELLENTON, FL 34222 US

Name and Address of New Registered Agent:

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: _____

Electronic Signature of Registered Agent

_____ Date

Capital Contributions as Shown on record: 230,000.00

Amount of Capital Contributions in Florida to date: 230,000.00

GENERAL PARTNER INFORMATION:

Document #: M03000003864
Name: PRIME OUTLETS MORTGAGE BORROWER GP, LLC
Address: 100 E PLATT ST, 19TH FLOOR
City-St-Zip: BALTIMORE, MD 21202

ADDRESS CHANGES ONLY:

Address: 217 EAST REDWOOD STREET, 20TH FLOOR
City-St-Zip: BALTIMORE, MD 21202

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic 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: DAVID LICHTENSTEIN

MGR

01/10/2005

Electronic Signature of Signing General Partner

Date