



THE UNITED STATES
CORPORATION
COMPANY

F00000006305

ACCOUNT NO. : 072100000032

REFERENCE : 891005 4808757

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 96.25

FILED
00 NOV 13 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 13, 2000

ORDER TIME : 10:11 AM

ORDER NO. : 891005-010

CUSTOMER NO.: 4808757

400003460554--9

CUSTOMER: Ms. Teresa Gossage
The Rouse Company
Office Of The General Counsel
10275 Little Patuxent Parkway
Columbia, MD 21044-3456

FOREIGN FILINGS

200 AWW 58287
NAME: ROUSE-CORAL GABLES
DEVELOPMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

2 CERTIFIED COPIES
PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis -- EXT# 1165

EXAMINER: *11/13/00*

(8)

BK

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Rouse-Coral Gables Development, Inc.
(Name of corporation - must include suffix)

00 NOV 13 AM 10:46
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

David R. Schwiesow
(Name of Person)

The Rouse Company
(Firm/Company)

10275 Little Patuxent Parkway
(Address)

Columbia, Maryland 21044-3456
(City/State and Zip code)

For further information concerning this matter, please call:

David R. Schwiesow at (410) 992-6418
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. Rouse-Coral Gables Development, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Maryland 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 6, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 10275 Little Patuxent Parkway, Columbia, Maryland 21044-3456
(Principal office address)

(Current mailing address)
8. Develop a mixed use office and retail complex in Coral Gables, Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

Corporation Service Company

Laura R. DeLoach

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David R. Schwiesow, Vice-President
(Typed or printed name and capacity of person signing application)

ROUSE-CORAL GABLES DEVELOPMENT, INC.

Directors: David H. Benson, Jeremiah E. Casey, Platt W. Davis, Anthony W. Deering, Rohit M. Desai, Mathias J. DeVito, Juanita T. James, Thomas J. McHugh, Hanne M. Merriman, Roger W. Schinke and Gerard J. M. Vlak

Officers: Anthony W. Deering : Chairman of the Board
President
Chief Executive Officer

Douglas A. McGregor : Vice Chairman
Chief Operating Officer

Jeffrey H. Donahue : Executive Vice-President
Chief Financial Officer

Jerome D. Smalley : Executive Vice-President

Duke S. Kassolis : Senior Vice-President

Robert Minutoli : Senior Vice-President

Robert D. Riedy : Senior Vice-President

Alton J. Scavo : Senior Vice-President

Patricia H. Dayton : Vice-President
Treasurer

Gordon H. Glenn : Vice-President
General Counsel
Secretary

Richard G. Galen : Vice-President
Deputy General Counsel
Assistant Secretary

Melanie M. Lundquist : Vice-President
Controller

Holly G. Edington : Vice-President
Controller

Clarke B. Aburn : Vice-President

Andrew B. Bolton : Vice-President

Rita G. Brandin : Vice-President

Laurence A. Brocato : Vice-President

Michael J. Bryant : Vice-President

Robert M. Byrne : Vice-President

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OFFICE OF THE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Christopher B. Carlaw	:	Vice-President
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Patrick Done	:	Vice-President
Thomas M. Fitzpatrick	:	Vice-President
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Jack R. Greenberg	:	Vice-President
Kathleen M. Hart	:	Vice-President
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Elizabeth A. Hullinger	:	Vice-President
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John G. McLaughlin	:	Vice-President
Anthony Mifsud	:	Vice-President
John A. Patillo	:	Vice-President
Michael L. Podracky	:	Vice-President
Mark W. Polivka	:	Vice-President
John R. Ragland	:	Vice-President
Gary M. Rivers	:	Vice-President
Ruben A. Roca	:	Vice-President
R. Edwards Taylor	:	Vice-President
Marlene F. Weinberg	:	Vice-President
Karen C. Weir	:	Vice-President
Ronald C. Wickwire	:	Vice-President
B. Owen Williams	:	Vice-President
Warren W. Wilson	:	Vice-President
Kathleen E. Barry	:	Vice-President
		Associate General Counsel
		Assistant Secretary
James D. Lano	:	Vice-President
		Associate General Counsel
		Assistant Secretary
David R. Schwiesow	:	Vice-President
		Associate General Counsel
		Assistant Secretary
John W. Steele, III	:	Vice-President
		Associate General Counsel
		Assistant Secretary
Donna M. Sills	:	Vice-President
		Associate General Counsel
		Assistant Secretary
John F. Cahlan	:	Assistant Secretary
Nancy E. Everett	:	Assistant Secretary
Jeffrey S. Geen	:	Assistant Secretary
E. Bernard Justis	:	Assistant Secretary
Gabrielle Koeppel	:	Assistant Secretary

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Arianne Hale Monroe	:	Assistant Secretary
M. Lucinda Motsko	:	Assistant Secretary
Jeffrey C. Palkovitz	:	Assistant Secretary
Cynthia L. Stewart	:	Assistant Secretary
Gregory Tobias	:	Assistant Secretary

POST OFFICE ADDRESS:

CORPORATION (PRINCIPAL OFFICE):

c/o The Rouse Company
10275 Little Patuxent Parkway
Columbia, Maryland 21044

RESIDENT AGENT (STATE OF INCORPORATION):

Hermes Incorporated
c/o Office of the General Counsel
The Rouse Company
10275 Little Patuxent Parkway
Columbia, Maryland 21044

RESIDENT AGENT (FLORIDA):

CSC
1201 Hays Street
Tallahassee, Florida 32301

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00 NOV 13 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

FILED
00 NOV 13 AM 10:14:6
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ROUSE-CORAL GABLES DEVELOPMENT, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS NOVEMBER 09, 2000.

Paul B. Anderson

Paul B. Anderson
Charter Division

