

F01000004967

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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DISSOLUTION OR WITHDRAWAL

CHELSEA PROPERTY GROUP, INC.

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August 9, 2006

FLORIDA DEPARTMENT OF STATE
Division of CorporationsCHELSEA PROPERTY GROUP, INC.
105 EISENHOWER PARKWAY
ROSELAND, NJ 07068SUBJECT: CHELSEA PROPERTY GROUP, INC.
REF: F01000004967

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Pamela Smith
Document SpecialistFAX Aud. #: H06000195640
Letter Number: 406A00049602*Sorry about that*
*Name has been added.*RECEIVED
06 AUG -9 AM 8:00
DIVISION OF CORPORATIONS

P.O. BOX 6327 - Tallahassee, Florida 32314

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Chelsea Property Group, Inc.

(Name of Corporation)

F01000004967

(Document Number of Corporation (if known))

Maryland

(Incorporated Under Laws of)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

c/o: General Counsel, Chelsea Property Group

(Mailing Address)

105 Eisenhower Parkway, Roseland, NJ 07068

(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

CPS Holdings, LLC, Successor - 17-1170001

to Chelsea Property Group, Inc.

(Signature of a director, president or other officer - if in the hands of a
receiver or other court appointed fiduciary, by that fiduciary)

August 2, 2006

(Date)

Denise Elmer

(Typed or printed name of person signing)

DENISE ELMER

SVP

(Title of person signing)

FILING FEE \$35