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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT QUALIFICATION

Saul Centers, Inc.

Certificate of Status	1
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1-15-04*

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.

1. Saul Centers, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Maryland 3. 52-1833074
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 10, 1993 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. 7501 Wisconsin Avenue, Suite 1500, Bethesda, Maryland 20814-6522
(Principal office address)

7501 Wisconsin Avenue, Suite 1500, Bethesda, Maryland 20814-6522
(Current mailing address)

8. See attached Exhibit A
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

C T Corporation System

By: [Signature]
(Registered agent's signature)

Judith B. Argao
Asst. Secretary & V. President

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:

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Exhibit A

(to Application by Foreign Corporation for Authorization to Transact Business in Florida)

8. Business Purpose

To acquire, own, develop, operate, transfer, mortgage and dispose of real and personal property, to acquire, own, mortgage and dispose of securities, general intangibles and other property, to acquire, extend and incur financial indebtedness, and to acquire, own and dispose of general and limited partnership and other ownership interests, directly or indirectly, in any entity that engages in any of the foregoing activities.

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SECRETARY OF STATE
ALLIANCE

A. DIRECTORS

Chairman: See attached Schedule A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached Schedule A

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 Director or Officer listed in number 12 of the application)

14. _____
(Typed or printed name and capacity of person signing application)

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Schedule A

(to Application by Foreign Corporation for Authorization to Transact Business in Florida)

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

A. DIRECTORS

Chairman – B. Francis Saul II; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice Chairman – Philip D. Caraci; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
B. Francis Saul III; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Charles R. Longworth; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
General Paul X. Kelley; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Gilbert M. Grosvenor; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
James W. Symington; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
John R. Whitmore; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Patrick F. Noonan; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Philip C. Jackson, Jr.; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522

B. OFFICERS

President – B. Francis Saul III; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Senior Vice President, Chief Financial Officer, Secretary, Treasurer – Scott V. Schneider; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Chief Exec Officer, Chairman – B. Francis II; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice Chairman – Philip D. Caraci; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Senior Vice President-Leasing – Christopher H. Netter; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Senior Vice President-Management – Charles W. Sherren, Jr.; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Senior Vice President-Retail Development – John F. Collich; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – William F. Anhut, Jr.; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – Tricia Culpepper; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – Michelle R. DeGroot; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President-Construction – Brian Downie; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – Gwen Edwards; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522

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Vice President – Alan E. Gersh; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President, Assistant Secretary – Ross E. Heasley; 7501 Wisconsin Avenue, Bethesda,
Maryland 20814-6522
Senior Vice President-Development – Laurence Millsbaugh; 7501 Wisconsin Avenue, Bethesda,
Maryland 20814-6522
Vice President – Walter Minerbi; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – Barbara C. Phillips; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – Lynn Phillips; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Vice President – Henry Ravenel, Jr.; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522
Assistant Vice President, Assistant Secretary – Kimberly J. Anderson; 7501 Wisconsin Avenue,
Bethesda, Maryland 20814-6522
Assistant Vice President – James R. Donlan; 7501 Wisconsin Avenue, Bethesda, Maryland
20814-6522
Assistant Vice President – Mary Lou Mayer; 7501 Wisconsin Avenue, Bethesda, Maryland
20814-6522
Assistant Vice President, Assistant Secretary – Stephanie N. Pack; 7501 Wisconsin Avenue,
Bethesda, Maryland
20814-6522
Assistant Secretary – Cheryl C. Snyder; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-
6522
Assistant Secretary – Merle F. Sustersich; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-
6522
Assistant Controller – Douglas A. Day; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-
6522
Controller – Richard R. Meiburger; 7501 Wisconsin Avenue, Bethesda, Maryland 20814-6522

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SECRETARY OF STATE
FALL MASSACHUSETTS

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STATE OF MARYLAND
Department of Assessments and Taxation

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 SAUL CENTERS, 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 JANUARY 06, 2004.



Paul B. Anderson
Charter Division



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MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
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