

F04000002975

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000111690 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

*Please keep 5/24/04
as file date. Thank
Brylan
CT Corp*

FOREIGN PROFIT QUALIFICATION

Shoppes, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED

04 MAY 27 PM 12:57

VISION OF CORPORATION

Electronic Filing Menu

Corporate Filing

Public Access Help

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. Shoppes, Inc.

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

Shoppes of Semoran, Inc.

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

2. Delaware

(State or country under the law of which it is incorporated)

3. Applied For

(FBI number, if applicable)

4.

5/20/04

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing

(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. 2 Pond's Edge Drive, Chadds Ford, PA 19317

(Principal office address)

P.O. Box 999, Chadds Ford, PA 19317

(Current mailing address)

8. Real Estate Investment

(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: Brandywine Financial Services Corporation

Office Address: 2631 McCormick Drive, Suite 101

Clearwater, Florida 33759
(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.

Brandywine Financial Services Corporation

By: [Signature]

(Registered agent's signature)

5/19/04

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: _____

Address: _____

Vice Chairman: _____

Address: _____
_____Director: SEE ATTACHMENTAddress: _____

Director: _____

Address: _____
_____**B. OFFICERS**President: SEE ATTACHMENTAddress: _____
_____Vice President: SEE ATTACHMENTAddress: _____
_____Secretary: SEE ATTACHMENTAddress: _____
_____Treasurer: SEE ATTACHMENTAddress: _____

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. Bruce E. Moore, President

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

MAY-27-2004 12:21

CT CORPORATION

P.04

Shoppes, Inc.
Officers & Directors
Attachment to Application By Foreign Corporation
For Authorization to Transact Business in Florida

Name	Title	Address
Bruce E. Moore	President/Director	P.O. Box 999 2 Pond's Edge Drive Chadds Ford, PA 19317
Jack J. Russo	Vice President	P.O. Box 999 2 Pond's Edge Drive Chadds Ford, PA 19317
Denise M. Doyle	Vice President/Secretary	P.O. Box 999 2 Pond's Edge Drive Chadds Ford, PA 19317
Michael A. Lynam	Treasurer	P.O. Box 999 2 Pond's Edge Drive Chadds Ford, PA 19317
Elaine Price	Assistant Secretary	P.O. Box 999 2 Pond's Edge Drive Chadds Ford, PA 19317

FILED
2004 MAY 24 AM 10:31
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

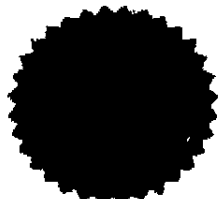
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHOPPES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF MAY, A.D. 2004.

FILED
2004 MAY 24 AM 10:31
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3806048 8300

040374635

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3125208

DATE: 05-21-04