

F060000002090

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

2006 MAR 31 P 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

Inland Retail TRS Corp.

Certificate of Status	1
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4-3-06
06/11/06

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. Inland Retail TRS Corp.

(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. Delaware

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

3. 20-4938070

(FBI number, if applicable)

4. 1/17/06

(Date of incorporation)

5. perpetual

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

6. upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2901 Bumerfield Road, Oak Brook, IL 60523

(Principal office address)

same

(Current mailing address)

8. taxable REIT subsidiary

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida

33324

(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: Carrie Ryan

(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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: SEE ATTACHED

Address: _____

Director: _____

Address: _____

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MAR 31 P 4:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE**B. OFFICERS**President: Berry L. LazarusAddress: 2901 Butterfield Road, Oak Brook, IL 60523Vice President: Robert J. WalnerAddress: 2901 Butterfield Road, Oak Brook, IL 60523Secretary: James W. KleifgesAddress: 2901 Butterfield Road, Oak Brook, IL 60523Treasurer: ALSO SEE ATTACHED

Address: _____

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

13. Andrew M. Vica
(Signature of Director or Officer listed in number 12 of the application)14. Andrew M. Vica, Asst. Sec.
(Typed or printed name and capacity of person signing application)

EXHIBIT A
Officers of Inland Retail TRS Corp.
3/29/06

Barry L. Lazarus	President
James W. Kleifges	CFO, Treasurer and Assistant Secretary
Robert J. Walner	Senior Vice President
JoAnn Armenta	Senior Vice President
John DiGiovanni	Senior Vice President
Jeffrey Boehning	Vice President
Andrew M. Viola	Assistant Secretary

All addresses are:

2901 Butterfield Road, Oak Brook, IL 60523

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TALLAHASSEE, FLORIDA

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Delaware

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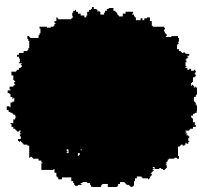
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INLAND RETAIL TBS CORP." 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 THIRTIETH DAY OF MARCH, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

2006 MAR 31 P 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4632525

DATE: 03-30-06