

F14000002910

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

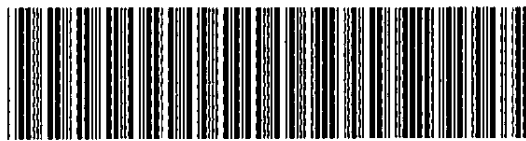
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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RECEIVED  
14 JUL -8 AM 11:14  
DIVISION OF REVENUE

cmd 7/9



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195  
REFERENCE : 205646 7780055  
AUTHORIZATION *[Signature]*  
COST LIMIT \$70.00

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TALLAHASSEE, FLORIDA

ORDER DATE : July 7, 2014

ORDER TIME : 11:59 AM

\*\*FILE FIRST\*\*  
GP FOR ATTACHED LP QUAL

ORDER NO. : 205646-020

CUSTOMER NO: 7780055

FOREIGN FILINGS

NAME: WASHINGTON PRIME GROUP INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX          PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Gray -- EXT# 62925

EXAMINER: \_\_\_\_\_

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Washington Prime Group Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" 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:

Jaymie McDougal

Name of Person

Simon Property Group

Firm/Company

225 W. Washington St.

Address

Indianapolis, IN 46204

City/State and Zip code

jmcDougal@simon.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jaymie McDougal

at ( 317 ) 685-7371

Name of Person

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing 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.*

1. Washington Prime Group 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. Indiana 3. 46-4323686  
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 13, 2013 5. Perpetual  
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 7, 2014  
 (Date first transacted business in Florida, if prior to registration)  
 (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

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7. 7315 Wisconsin Ave., Suite 500-E, Bethesda, MD 20814  
 (Principal office address)

c/o Corporate Paralegal, 7315 Wisconsin Ave., Suite 500-E, Bethesda, MD 20814  
 (Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
 (City) (Zip code)

9. 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.*

By: Corporation Service Company  
Emily Gray Asst VP  
 (Registered agent's signature)

10. 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.

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

A. DIRECTORS

Chairman: See Attachment

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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B. OFFICERS

President: See Attachment

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.

12. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Robert P. Demchak, Secretary and General Counsel

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

**ATTACHEMENT**

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 TALLAHASSEE, FLORIDA

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Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Richard S. Sokolov	Chairman of the Board	225 W. Washington St. Indianapolis, IN 46204
Mark Ordan	Chief Executive Officer	7315 Wisconsin Ave., Ste 500-E Bethesda, MD 20814
Myles Minton	Chief Operating Officer	225 W. Washington St. Indianapolis, IN 46204
C. Marc Richards	Chief Financial Officer	7315 Wisconsin Ave., Ste 500-E Bethesda, MD 20814
Michael Gaffney	Senior Vice President - Head of Capital Markets	7315 Wisconsin Ave., Ste 500-E Bethesda, MD 20814
Robert P. Demchak	Secretary and General Counsel	7315 Wisconsin Ave., Ste 500-E Bethesda, MD 20814

Directors

<u>Name</u>	<u>Address</u>
Marvin L. White	7315 Wisconsin Ave., Ste 500-E, Bethesda, MD 20814
Louis G. Conforti	7315 Wisconsin Ave., Ste 500-E, Bethesda, MD 20814
Jacquelyn Soffer	7315 Wisconsin Ave., Ste 500-E, Bethesda, MD 20814
David Simon	7315 Wisconsin Ave., Ste 500-E, Bethesda, MD 20814
Mark Ordan	7315 Wisconsin Ave., Ste 500-E, Bethesda, MD 20814
Robert J. Laikin	7315 Wisconsin Ave., Ste 500-E, Bethesda, MD 20814

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF EXISTENCE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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To Whom These Presents Come, Greetings:

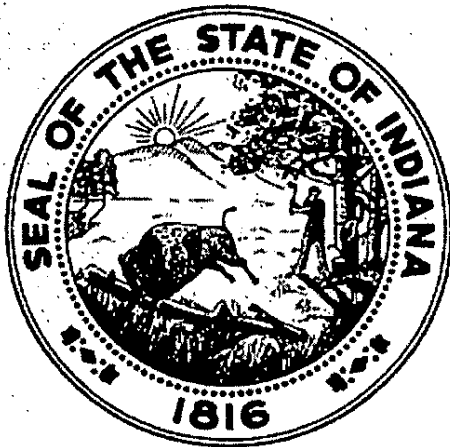
I, Connie Lawson, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records, and proper official to execute this certificate.

I further certify that records of this office disclose that

**WASHINGTON PRIME GROUP INC.**

duly filed the requisite documents to commence business activities under the laws of State of Indiana on December 13, 2013, and was in existence or authorized to transact business in the State of Indiana on July 07, 2014.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the city of Indianapolis, this Seventh Day of July, 2014.

*Connie Lawson*

Connie Lawson, Secretary of State

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