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FILED
May 19 1998 8:00am
Secretary of State

PROFIT •
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F94000003396 (8)

1. Corporation Name

PRIME RETAIL FINANCE, INC.

Principal Place of Business

Mailing Address

19TH FLOOR
100 EAST PRATT STREET
BALTIMORE MD 21202

19TH FLOOR
100 EAST PRATT STREET
BALTIMORE MD 21202

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

06/28/1994

4. FEI Number

52-1885613

Applied For

Not Applicable

5. Certificate of Status Desired



\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution



\$5.00 May Be
Added to Fees

8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30. ☐ Yes ☐ No

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

MANN, WILLIAM J
GULF COAST FACTORY SHOPS
5461 FACTORY SHOPS BOULEVARD
ELLENTON FL 34222

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and the date

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	DC	<input type="checkbox"/> DELETE
NAME	RESCHKE, MICHAEL W	
STREET ADDRESS	100 EAST PRATT STREET, 19TH FLOOR	
CITY-ST-ZIP	BALTIMORE MD	
TITLE	CEO	<input type="checkbox"/> DELETE
NAME	CARPENTER, WILLIAM H JR	
STREET ADDRESS	100 EAST PRATT STREET, 19TH FLOOR	
CITY-ST-ZIP	BALTIMORE MD 21202	
TITLE	PCOD	<input type="checkbox"/> DELETE
NAME	ROSENTHAL, ABRAHAM	
STREET ADDRESS	100 EAST PRATT STREET, 19TH FLOOR	
CITY-ST-ZIP	BALTIMORE MD	
TITLE	V	<input type="checkbox"/> DELETE
NAME	RESCHKE, GLENN D	
STREET ADDRESS	100 EAST PRATT STREET, 19TH FLOOR	
CITY-ST-ZIP	BALTIMORE MD 21202	
TITLE	VS	<input type="checkbox"/> DELETE
NAME	SCHROEDER, C A	
STREET ADDRESS	100 EAST PRATT STREET, 19TH FLOOR	
CITY-ST-ZIP	BALTIMORE MD	
TITLE	V	<input type="checkbox"/> DELETE
NAME	GOHELFF, STEVEN S	
STREET ADDRESS	100 EAST PRATT STREET, 19TH FLOOR	
CITY-ST-ZIP	BALTIMORE MD	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

CR2E034 (10/97)