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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 # F95000000993 (4)

1. Corporation Name

PRIME RETAIL FINANCE II, INC.



Principal Place of Business

Mailing Address

100 EAST PRATT STREET
19TH FL
BALTIMORE MD 21202

100 EAST PRATT STREET
19TH FL
BALTIMORE MD 21202

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

03/01/1995

4. FEI Number

52-1921411

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

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

9. Name and Address of Current Registered Agent

MANN, WILLIAM J
% GULF COAST FACTORY SHOPS
5461 FACTORY SHOPS BLVD.
ELLENTON FL 34222

10. Name and Address of New Registered Agent

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 title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE CD
NAME RESCHKE, MICHAEL W
STREET ADDRESS 100 EAST PRATT STREET, 19TH FLOOR
CITY-ST-ZIP BALTIMORE MD ☐ DELETE

TITLE CEO
NAME CARPENTER JR, WILLIAM H
STREET ADDRESS 100 EAST PRATT STREET, 19TH FLOOR
CITY-ST-ZIP BALTIMORE MD ☐ DELETE

TITLE PD
NAME ROSENTHAL, ABRAHAM
STREET ADDRESS 100 EAST PRATT STREET, 19TH FLOOR
CITY-ST-ZIP BALTIMORE MD ☐ DELETE

TITLE V
NAME RESCHKE, GLENN D
STREET ADDRESS 100 EAST PRATT STREET, 19TH FLOOR
CITY-ST-ZIP BALTIMORE MD ☐ DELETE

TITLE T
NAME MULREANEY, ROBERT P
STREET ADDRESS 100 EAST PRATT STREET, 19TH FLOOR
CITY-ST-ZIP BALTIMORE MD ☐ DELETE

TITLE VS
NAME SCHROEDER, C A
STREET ADDRESS 100 EAST PRATT STREET, 19TH FLOOR
CITY-ST-ZIP BALTIMORE MD ☐ DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☐ Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

2.1 TITLE ☐ Change ☐ Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

3.1 TITLE ☐ Change ☐ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE ☐ Change ☐ Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ 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.

SIGNATURE:

[Signature] 3/16/98 (414) 234-1273

CR2E034 (10/97)