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TALLAHASSEE, FL 32309-3607
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001-222-0991

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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 028651 4321591

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : July 23, 1996

ORDER TIME : 1:16 PM

ORDER NO. : 028651

CUSTOMER NO: 4321591

200001900822

CUSTOMER: Ms. Stephanie R. Kantor
Troutman Sanders
600 Peachtree Street, N.e.
Suite 5200
Atlanta, GA 30308-2216

FOREIGN FILINGS

NAME: SSMRT LAGO MAR (12), 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: Michael E. Klunk

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 24 PM 2:53

RECEIVED
96 JUL 24 PM 2:16
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. SSMRT Lago Mar (12), Inc.

(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware3. (State or country under the laws of which it is incorporated)4. (PII number, if applicable)5. July 11, 19966. perpetual7. (Date of incorporation)8. (Duration: Year corp. will cease to exist or "perpetual")9. August 1, 199610. (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.1501, F.S.))11. 505 Montgomery Street12. San Francisco, CA 9411113. (Current mailing address)14. Manage retail shopping center15. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)16. **Name and street address of Florida registered agent:**17. Name: Corporation Service Company18. Office Address: 1201 Hays Street19. Tallahassee20. , Florida , 3230121. (Zip Code)22. **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.

23. Kelly A. Howley24. (Registered agent's signature)25. Kelly A. Howley Asst. Sec.

26. **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.**

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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director John H. Diserns
~~CHAIRMAN~~
Address: 505 Montgomery Street
San Francisco, CA 94111

Director Vice Chairman: Barbara J. Linn
Address: 505 Montgomery Street
San Francisco, CA 94111

Director: Hamid R. Moghadam
Address: 505 Montgomery Street
San Francisco, CA 94111

Director: _____
Address: _____

B. OFFICERS

President: Hamid R. Moghadam
Address: 505 Montgomery Street
San Francisco, CA 94111

Vice President: William Steinberg
Address: 505 Montgomery Street
San Francisco, CA 94111

Secretary: Lindsey K. Schubel
Address: 505 Montgomery Street
San Francisco, CA 94111

Treasurer: Steven B. Sinnett
Address: 505 Montgomery Street
San Francisco, CA 94111

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

13. Lindsey K. Schubel 7-15-96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lindsey K. Schubel
(Type or print name and capacity of person signing application)

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B. Additional Officers

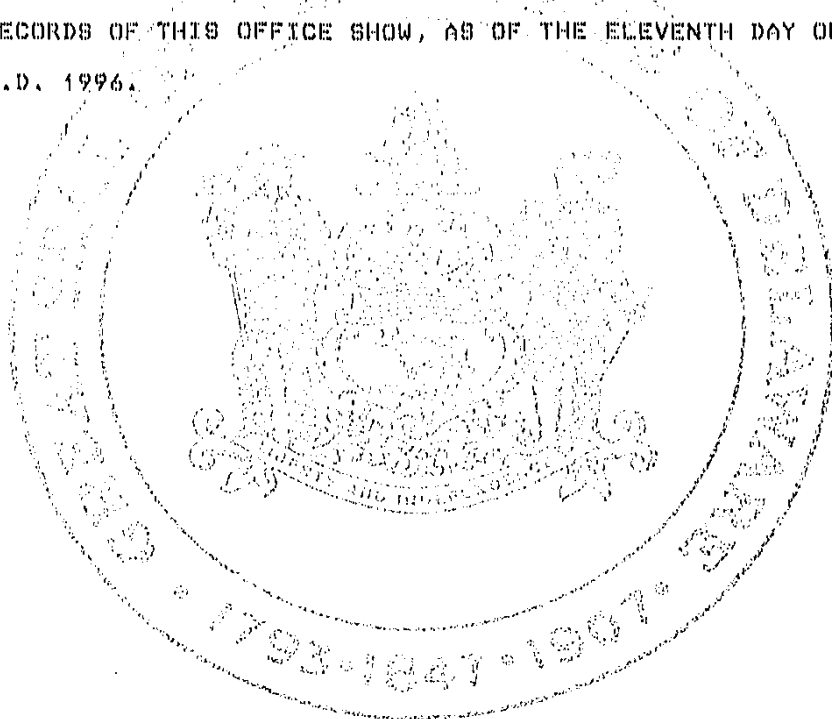
**VICE PRESIDENT : Kent Greenawalt
505 Montgomery Street
San Francisco, CA 94111**

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SSMIT LAGO MAR (12), 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 ELEVENTH DAY OF JULY, A.D. 1996.



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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

2642531 8300

960202722

8023063

07-11-96