

Document Number Only

F96000003978

C T CORPORATION SYSTEM

Requestor's Name

660 West Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

8000001917168

-08/08/96--01104--008

*****600.00 *****600.00

8000001917168

-08/08/96--01104--010

*****61.25 *****61.25

8000001917168

-08/08/96--01104--011

*****70.00 *****70.00

The Mills Corporation

W96-15854

Profit Amendment Merger 4/8/85
 NonProfit Dissolution/Withdrawal Mark
 Limited Liability Company Annual Report Other
 Foreign Reservation Change of R.A.
 Limited Partnership Fictitious Name
 Reinstatement Photo Copies Certified Copy XLCUS
 Limited Liability Partnership Call When Ready After 4:30
 Certified Copy Call if Problem Pick Up FILED
196 JUL 30 PM 2:45
RECEIVED
FLORIDA
CORPORATION
EXAMINER
7/29/96
 Walk In Will Wait
 Mail Out

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

7/29/96

file 2nd

Waltc. IN 8/5

Freta,
Please back date
Thanks



FLORIDA DEPARTMENT OF STATE

Sandra B. Martham
Secretary of State

July 30, 1996

CT CORP

SUBJECT: THE MILLS CORPORATION
Ref. Number: W96000015854

d/b/a The Mills South Florida
Corporation

We have received your document for THE MILLS CORPORATION and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$600.00.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 796A00036429

SECRETARY'S CERTIFICATE

The undersigned, being the duly elected Secretary of The Mills Corporation, a Delaware corporation (the "Corporation"), hereby certifies as follows:

1. At a meeting of the board of directors held on December 16, 1993, the following resolution was adopted:

RESOLVED, that the Corporation hereby adopts the fictitious name "The Mills South Florida Corporation" and does hereby consent to the use of the name for purposes of the transaction of business in the state of Florida by the Corporation.

2. Such resolution is still in effect and has not been amended or modified as of the date hereof.
3. This Certificate is given by the undersigned solely in his capacity as Secretary of the Corporation and not in any individual or personal capacity.

IN WITNESS WHEREOF, the undersigned has set his hand as of August 1, 1996.

THE MILLS CORPORATION,
a Delaware corporation,

By:

Thomas E. Frost

Thomas E. Frost
Secretary

FILED
96 JUN - 30 PH 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MINUTES OF A MEETING
OF THE BOARD OF DIRECTORS OF THE MILLS CORPORATION
HELD DECEMBER , 1993

A meeting of the Board of Directors (the "Board") of The Mills Corporation, a Delaware corporation (the "Corporation"), was held on December 16, 1993 at 5:00 o'clock p.m. (the "Meeting") by use of telephone conferencing equipment whereby each member of the Board was able to hear and understand each other clearly. The following members were present at the Meeting:

Herbert S. Miller

Laurence C. Siegel

Herbert S. Miller was appointed Secretary of the Meeting.

All of the members being present at the meeting, the Secretary announced that the meeting would proceed with the transaction of business. Upon motion duly made and seconded the following resolution was unanimously adopted:

RESOLVED, that the Corporation hereby adopts the fictitious name The Mills ~~South Florida Corporation~~ and does hereby consent to the use of the name _____ for purposes of the transaction of business in the State of Florida by the Corporation.

There being no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned.


Herbert S. Miller, Secretary of the Corporation
President of the Corporation

FILED
TAX ATTORNEY OF MASSACHUSETTS, STATE OF MASSACHUSETTS, FLORIDA
REG'D - PH 2:42

**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 TRANACT BUSINESS IN THE
STATE OF FLORIDA:**

1. THE MILLS CORPORATION
 (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. DELAWARE
 (State or country under the law of which it is incorporated)

3. 52-1802283
 (FEI number, if applicable)

4. 9/23/93 5. PERPETUAL
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/93 (PREVIOUSLY INCORPORATED IN VIRGINIA)
 (Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.158, F.S.))

7. 1300 WILSON BOULEVARD, SUITE 400
ARLINGTON, VIRGINIA 22209
 (Current mailing address)

8. THE TRANSACTION OF ALL LAWFUL BUSINESS.
 (Purposes(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation , Florida, 33324
(Zip Code)

10. Registered agent 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

C T CORPORATION SYSTEM
K. J. Hall
[Redacted] Registered Agent's signature (KJH) [Redacted]

Kevin J. Gallagher Asst. Vice President

(Type Name and Title of Organization)

(FLA. - 2189 - 11/16/84)

provisions of
familiar with
TAX TREATY OF STATE
ASSEE, FLORIDA
FILED

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: LAURENCE C. SIEGEL

Address: 1300 WILSON BOULEVARD, SUITE 400

ARLINGTON, VIRGINIA 22209

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: PETER B. MCMILLAN

Address: 1300 WILSON BOULEVARD, SUITE 400

ARLINGTON, VIRGINIA 22209

SENIOR Vice President: THOMAS E. FROST

Address: 1300 WILSON BOULEVARD, SUITE 400

ARLINGTON, VIRGINIA 22209

Secretary: THOMAS E. FROST

Address: 1300 WILSON BOULEVARD, SUITE 400

ARLINGTON, VIRGINIA 22209

96 JUL -30 PH 2:42
TALLAHASSEE, FLORIDA
SECY. OF STATE
FILED

Treasurer: KENNETH R. PARENT
Address: 1300 WILSON BOULEVARD, SUITE 400
ARLINGTON, VIRGINIA 22209

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

13. Thomas E. Frost
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. THOMAS E. FROST, SENIOR VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

FILED
96 JUN-30 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE MILLS CORPORATION" 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 TWENTY-SIXTH DAY OF JULY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
96 JUL-30 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

2351872 8300

960218310

AUTHENTICATION:

8043375

DATE:

07-26-96