

F96000005883

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Requestor's Name  
660 East Jefferson Street  
Address  
Tallahassee, Florida 32301  
City State Zip Phone

CORPORATION(S) NAME

300002001743--7  
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\*\*\*\*\*70.00 \*\*\*\*\*70.00

CPS - Countryside Corporation

- ☒ Profit  
☐ NonProfit  
☐ Limited Liability Company  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Limited Liability Partnership  
☐ Certified Copy  
☐ Call When Ready  
☒ Walk In  
☐ Mail Out
- ☐ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
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☐ Photo Copies  
☐ Call if Problem  
☐ Will Wait
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☐ Mark  
☐ Other  
☐ Change of R.A.  
☐ Fictitious Name  
☐ CUS  
☐ After 4:30  
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11/12/96

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. CPI - Countryside 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. Applied For

(FEI number, if applicable)

4. November 6, 1996

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))

7. c/o Corporate Property Investors, Three Dag Hammarskjold Plaza,  
305 East 47th Street, New York, NY 10017

(Current mailing address)

8. To own general partnership interest in a limited partnership that owns property in Florida  
(Purpose(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

Kimberly D. Gilbertson  
(Registered agent's signature) (Officer)

Kimberly Gilbertson Assistant Secretary  
(Type Name and Title of Officer)

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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 See Attached.

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

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

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

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

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

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

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

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

B. OFFICERS

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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Treasurer: \_\_\_\_\_

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

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

13. Harold Rolfe  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Harold E. Rolfe, Vice President and General Counsel  
(Typed or printed name and capacity of person signing application)

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CPI - COUNTRYSIDE CORPORATION  
LIST OF OFFICERS

Hans C. Mautner	Chairman and President
Michael L. Johnson	Senior Vice President and Chief Financial Officer
J. Michael Maloney	Senior Vice President
G. Martin Fell	Senior Vice President
Mark S. Ticotin	Senior Vice President
Harold E. Rolfe	Vice President and General Counsel
Daniel J. Cohen	Vice President and Controller
William Bintzer	Vice President
Robert Lowenfish	Treasurer
Joseph Greenbaum	Assistant Treasurer
William J. Lyons	Vice President and Secretary
Barbara Briamonte	Assistant Secretary
Newman Wood	Assistant Secretary

Address of Officers:

c/o Corporate Property Investors  
Three Dag Hammarskjold Plaza  
305 East 47th Street  
New York, New York 10017

SOLE DIRECTOR

Michael L. Johnson

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CPI-COUNTRYSIDE 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 EIGHTH DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel, Secretary of State

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AUTHENTICATION:

8184742

DATE:

11-08-96