00004603



ACCOUNT NO. : 072100000032

REFERENCE

921786_

4809298

AUTHORIZATION

COST LIMIT

\$ 70.00

ORDER DATE :

August 10, 1998

ORDER TIME :

11:10 AM

ORDER NO. :

921786-010

CUSTOMER NO:

4809298

CUSTOMER:

Ms. Marci L. Sacco

Riker, Danzig, Scherer, Hyland

Headquarters Plaza Ii One Speedwell Avenue

Morristown, NJ 07962-1981

FOREIGN FILINGS

900002614139--1

NAME:

HILLSBOROUGH GALLERIA

MANAGEMENT CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

98 AUG 12 PM 12 DIVISION OF CORPOI

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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

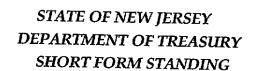
1	Hillsborough Galleria Management Corp. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORporations of like import in language as will clearly indicate that it is a convenience."	
	abbreviations of like import in language as will clearly indicate that it is a corporation in or partnership if not so contained in the name at present.	PORATION" or words or stead of a natural person
2	New Jersey (State or country under the law of which it is incorporated) (FEI number, if applications)	
	(State of country under the law of which it is incorporated) (FEI number, if applications of country under the law of which it is incorporated)	ible)
4.	(Date of Incorporation) 5. perpetual (Duration: Year corp. will cease to	•
	(Duration; Year corp. will cease to	exist or "perpetical")
8.	UDON qualification	
	Date first transacted business in Florida. (See sections 607.1501, 807.1802, and 817	.185, F.S.)
	c/o Wharton Realty Group, Inc.	TAI 9
	2100 Route 35, Suite A, Seat Girt NJ 08750	
	(Current mailing address)	हुए के ग
8.		7 N
	ownership and operation of commercial shopping center	
	(Purpose(s) of corporation authorized in home state of country to be carried out in t	DE STATE OF FLOORING
9.	Name and street address of Florida registered agent: (P.O. Box or Mail Droacceptable)	O
	Name: Corporation Service Company	
	Office Address: 1201 Havs Street	
	Tallahussee , Florida,	32301
	•	(Zip Code)
10	. Registered agent's acceptance:	
		_
or	ving been named as registered agent and to accept service of process poration at the place designated in this application, I hereby accept istered agent and agree to act in this capacity. I further a member of the capacity of further agent and agree to act in this capacity.	for the above stated
// i	istered agent and agree to act in this capacity. I further agree to comply visitatives relative to the proper and complete performance of my duties, all accept the obligations of my position as registered agent.	the appointment as with the provisions of am famillar with
	Corporation Service Company	
	By: Rulma M. Howarth, ASST V (Registered agent's signature)	.P.
	O supplies an obasis a signature)	

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: (Street address ONLY- P.O. Box NOT acceptable)

A.	DIRECTORS (Street address only-	PA Ros	NOT secondala	
ra.	- ひばかたくす ひがり タィ	outeel haaress only-	P.O. BO	(NUTI accentable)	

Chairman:	Saul R. Tawil			
Address:	c/o Wharton Realty Group, Inc.	TAI ASE	98	
	2100 Route 35, Suite A, Sea Girt NJ 08750	SECRETALLAI	AUG	- 1
Vice Chairm	nan:	<u>ૄ</u>	12	1
Address:		mig.	2	E 2
		LOR		
Director:		Dri	- 7	
Address:				
Director:				
Address:				
B. OFFICE	CRS (Street address only- P.O. Box NOT acceptable)			
President:	Saul R. Tawil			
Address:	c/o Wharton Realty Group, Inc.			
	2100 Route 35, Suite A, Sea Girt NJ 08750			
Vice Preside	nt: Daniel Massry			
Address:	c/o Wharton Realty Group, Inc.			
_	2100 Route 35, Suite A, Sea Girt NJ 08750			
Secretary:				
Address:				
_				
Treasurer:				
Address:				
_				
NOTE: If need directors.	cessary, you may attach an addendum to the application listing additional o	fficers a	nd/or	
13.	Davany V.P.			
_ 	(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the a	ipplication	ı.)	
14.	Daniel Massry, Vice President			
	(Typed or printed name and capacity of person signing application)			



HILLSBOROUGH GALLERIA MANAGEMENT CORP. With the Previous or Alternate Name HILLSBOROUGH PLAZA MANAGEMENT CORP.

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on June 15, 1998.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

Daniel Massry C/O Wharton Realty Group, Inc. 2100 Route 35, Ste A Sea Girt, NJ 08750

Continued on next page . . .

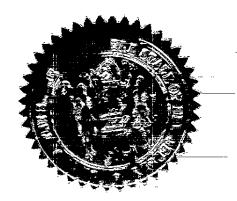
98 AUG 12 AN 1:45
TALLAHASSEE FLURITA



STATE OF NEW JERSEY DEPARTMENT OF TREASURY SHORT FORM STANDING

HILLSBOROUGH GALLERIA MANAGEMENT CORP.

With the Previous or Alternate Name
HILLSBOROUGH PLAZA MANAGEMENT CORP.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton, this

11th day of August, 1998

Jones le Di Gentario J.

James A DiEleuterio, Jr. Treasurer

98 AUG 12 AM 1:45