

Document Number Only

F98000006119

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

700002679987-7
-11/04/98-01038-012
*****70.00 *****70.00

Mainstreet Retail, Inc

98 NOV -4 PM 12:39

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DIVISION OF CORPORATIONS

11/4

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

☐ Call When Ready

☒ Walk In

☐ Mail Out

Name

Availability

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Examiner

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Acknowledgment

W.P. Verifier

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THANKS
JOEY

1300 Wilson Boulevard
Suite 400
Arlington, Virginia 22209
(703) 526 5000



November 3, 1998

Secretary of State of Florida
Corporations Division
Tallahassee, Florida

To Whom It May Concern:

Mainstreet Retail Limited Partnership, a Delaware limited partnership, hereby consents to the use of the name "Mainstreet Retail, Inc." by Mainstreet Retail, Inc., for purposes of admission and transaction of business in the State of Florida.

Sincerely,

MAINSTREET RETAIL LIMITED PARTNERSHIP
a Delaware limited partnership

By: MILLS MANAGEMENT L.L.C., its General Partner

By: THE MILLS LIMITED PARTNERSHIP, its Manager

By: THE MILLS CORPORATION, its General Partner


Thomas E. Frost, Senior Vice President

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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. Mainstreet Retail, 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. Delaware

(State or country under the law of which it is incorporated)

3. 54-1883170

(FEI number, if applicable)

4. December 29, 1997

(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. 1300 Wilson Blvd. #400, Arlington, Virginia 22209

(Current mailing address)

8. to engage in any lawful act or activity for which corporations may be authorized under the general corporation law of the state.

(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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

Kevin J. Gallagher, Asst. V.P.

(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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Mainstreet Retail, Inc.**

1. Peter B. McMillan
1300 Wilson Blvd. #400
Arlington, Virginia 22209
2. Laurence C. Siegel
1300 Wilson Blvd. #400
Arlington, Virginia 22209
3. Thomas E. Frost
1300 Wilson Blvd. #400
Arlington, Virginia 22209

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Mainstreet Retail, Inc.**

1. Peter B. McMillan, President
1300 Wilson Blvd. #400
Arlington, Virginia 22209
2. Laurence C. Siegel, Chairman
1300 Wilson Blvd. #400
Arlington, Virginia 22209
3. James F. Dausch, Executive VP
1300 Wilson Blvd. #400
Arlington, Virginia 22209
4. Kent S. Digby, Executive VP
1300 Wilson Blvd. #400
Arlington, Virginia 22209
5. Kenneth R. Parent, Executive VP, Treasurer
1300 Wilson Blvd. #400
Arlington, Virginia 22209
6. Thomas E. Frost, Senior VP, Secretary
1300 Wilson Blvd. #400
Arlington, Virginia 22209
7. Nathan A. Katzman, Vice President
1300 Wilson Blvd. #400
Arlington, Virginia 22209

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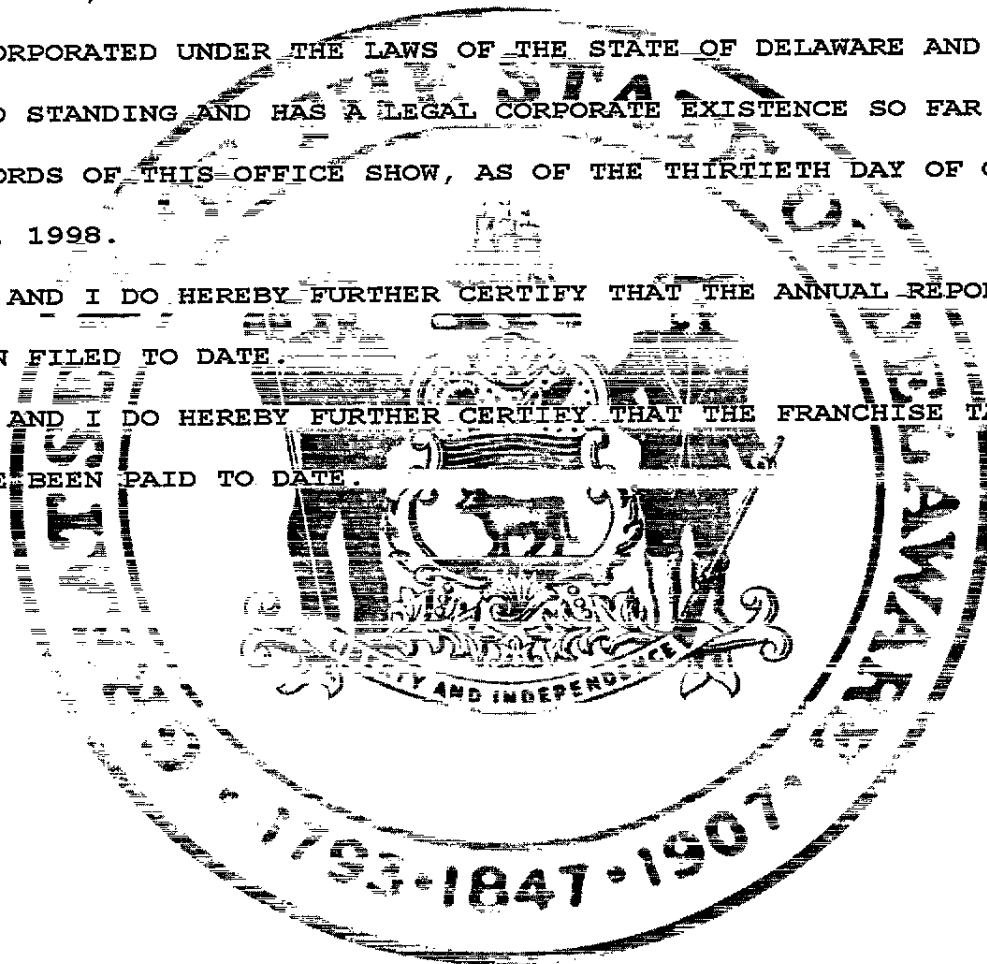
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAINSTREET RETAIL, 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 THIRTIETH DAY OF OCTOBER, A.D. 1998.

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.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

2839292 8300

DATE: 9380878

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10-30-98