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ACCOUNT NO. : 072100000032

REFERENCE : 065992 4303929

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 122.50

ORDER DATE : December 15, 1998

ORDER TIME : 5:28 PM

ORDER NO. : 065992-095

CUSTOMER NO: 4303929

200002714122--8

CUSTOMER: Ms. Rosa Wong
Greenberg Traurig
1221 Brickell Avenue
20th Floor
Miami, FL 33131

FOREIGN FILINGS

NAME: SREG PORT EVERGLADES COMMERCE
CENTER, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX(3) CERTIFIED COPY
 PLAIN STAMPED COPY
XX(3) CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
99 DEC 17 AM 8:44
DIVISION OF CORPORATION

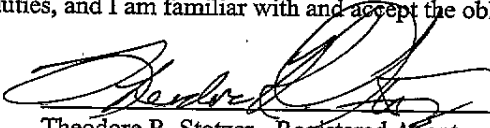
**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. SREG PORT EVERGLADES COMMERCE CENTER, INC.
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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 is incorporated)
3. _____
(F.E.I Number, if applicable)
4. August 27, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corporation will cease to exist or "Perpetual")
6. Date of qualification in Florida
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.))
7. 200 South Park Road - #200, Hollywood, Florida 33021
(Current Mailing Address; please include city, state & zip code)
8. Any lawful business
(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: Theodore R. Stotzer
Office Address: 200 S. Park Road, #200
Hollywood, Florida 33021

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10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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.

 (Signature)
Theodore R. Stotzer - Registered Agent

Date: December 11, 1998

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

12. NAME OF DIRECTORS and OFFICERS:

A. DIRECTORS:

Director: Michael J. Swerdlow

Address: 200 South Park Road - #200

Hollywood, Florida 33021

B. OFFICERS:

Chairman/ Michael J. Swerdlow

Chief Executive Officer

Address: 200 South Park Road - #200, Hollywood, Florida 33021

President/ Frank Zohn

Chief Operating Officer

Address: 200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President- Theodore R. Stotzer

General Counsel/Secretary

Address: 200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President- Sidney Atzmon

Office/Industrial

Development

Address: 200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President- Brett Dill

Corporate Development

Address: 200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President- Roger LeBlanc

Retail Development

Address: 200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President- Robert Banks

Commercial Development

Address: 200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President/ H. Russell Holland, III

Chief Financial Officer/

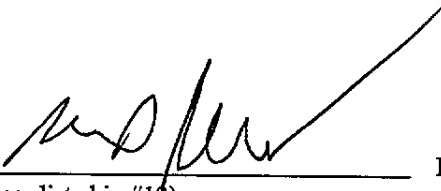
Treasurer

Address: 200 South Park Road - #200, Hollywood, Florida 33021

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Vice President- Development Address:	<u>Richard Bassell</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Mall Construction Address:	<u>Mark Bethel</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Finance Address:	<u>Vince Bonner</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Mall Management Address:	<u>Daniel Cetina</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Retail Development Address:	<u>Larry Golinsky</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Finance Address:	<u>Marie Iammatteo</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Asset Management Address:	<u>Jim McCulla</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Mall Leasing Address:	<u>Victor Suvall</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Construction Address:	<u>Ted Talbot</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>
Vice President- Corporate Controller Address:	<u>Joaquin Vendrell</u> <u>200 South Park Road - #200, Hollywood, Florida 33021</u>

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13.  Date: December 11, 1998
(Signature of officer listed in #12)

14. Michael J. Swerdlow, President
(Print or type name and office of person signing this application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SREG PORT EVERGLADES COMMERCE CENTER, 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 FIFTEENTH DAY OF DECEMBER, A.D. 1998.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9463593

DATE:

12-15-98