

**F9.80000006833**



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 065992 4303929

AUTHORIZATION : Patricia Puyot

COST LIMIT : \$ 122.50

ORDER DATE : December 15, 1998

ORDER TIME : 5:21 PM

ORDER NO. : 065992-055

400002714114--8

CUSTOMER NO: 4303929

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

FOREIGN FILINGS

NAME: SREG CROSS COUNTY, 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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98 DEC 17 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
98 DEC 17 AM 8:44  
DIVISION OF CORPORATION

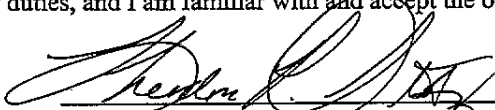
**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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 CROSS COUNTY, 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/  
Chief Executive Officer  
Address: Michael J. Swerdlow  
200 South Park Road - #200, Hollywood, Florida 33021

President/  
Chief Operating Officer  
Address: Frank Zohn  
200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President-  
General Counsel/Secretary  
Address: Theodore R. Stotzer  
200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President-  
Office/Industrial  
Development  
Address: Sidney Atzmon  
200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President-  
Corporate Development  
Address: Brett Dill  
200 South Park Road - #200, Hollywood, Florida 33021

Executive Vice President-  
Retail Development  
Address: Roger LeBlanc  
200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President-  
Commercial Development  
Address: Robert Banks  
200 South Park Road - #200, Hollywood, Florida 33021

Senior Vice President/  
Chief Financial Officer/  
Treasurer  
Address: H. Russell Holland, III  
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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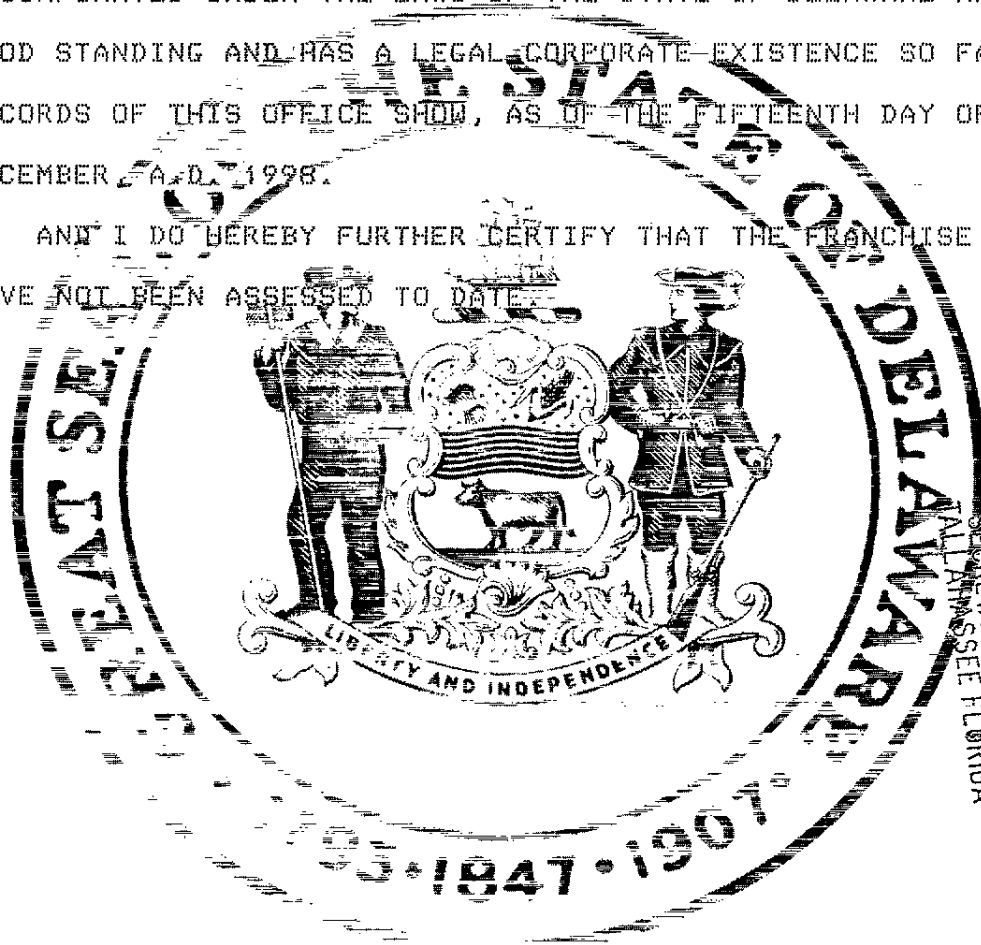
*State of Delaware*  
**Office of the Secretary of State**

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SREG CROSS COUNTY, 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  
ALLAHAMSSIE FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9463557

DATE:

12-15-98