



THE UNITED STATES
CORPORATION
COMPANY

F99000000287

ACCOUNT NO. : 072100000032

REFERENCE : 100775 4303929

AUTHORIZATION :

Patricia Pujos

COST LIMIT : \$ 122.50

ORDER DATE : January 15, 1999

ORDER TIME : 9:51 AM

ORDER NO. : 100775-005

CUSTOMER NO: 4303929

000002743760--7

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

FOREIGN FILINGS

NAME: SREG GREAT MALL, 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

FILED
99 JAN 15 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JAN 15 AM 10:49
DIVISION OF CORPORATION

AL JAN 15 1999

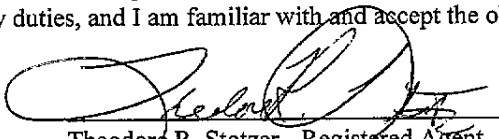
**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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 GREAT MALL, 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.


Theodore R. Stotzer - Registered Agent (Signature)

Date: 1/13/99, 1999

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:

Richard Bassell

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

Vice President-
Mall Construction
Address:

Mark Bethel

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

Vice President-
Finance
Address:

Vince Bonner

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

Vice President-
Mall Management
Address:

Daniel Cetina

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

Vice President-
Retail Development
Address:

Larry Golinsky

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

Vice President-
Finance
Address:

Marie Iann Matteo

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

Vice President-
Asset Management
Address:

Jim McCulla

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

Vice President-
Mall Leasing
Address:

Victor Suvall

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

Vice President-
Construction
Address:

Ted Talbot

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

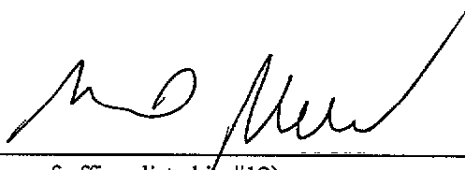
Vice President-
Corporate Controller
Address:

Joaquin Vendrell

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

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13.


(Signature of officer listed in #12)

Date:

January 13

, 1999

14.

Michael J. Swerdlow, President

(Print or type name and office of person signing this application)

MIAMI/FORBESE/1011643/L_17011.DOC/1/11/99

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TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SREG GREAT MALL, 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 THIRTEENTH DAY OF JANUARY, A.D., 1999.

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

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TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9520187

DATE: 01-13-99