

Document Number

# F99000006053

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300003051093--4

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Chelsea GCA Operating Corp.

99 NOV 22 PM 3:03

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

BK

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☒ Certified Copy

☐ Photo Copies

☐ After 4:30

☐ Call When Ready

☐ Call if Problem

☐ Pick Up

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LAURA EARNST



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DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. CHELSEA GCA OPERATING CORP.

(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.)

DELAWARE

223597970

2. \_\_\_\_\_  
(State or country under the law of which it is incorporated)

3. \_\_\_\_\_  
(FEI number, if applicable)

MARCH 12, 1998

PERPETUAL

4. \_\_\_\_\_  
(Date of incorporation)

5. \_\_\_\_\_  
(Duration: Year corp. will cease to exist or "perpetual")

UPON FILING

6. \_\_\_\_\_  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, and 817.155, F.S.)

103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068

7. \_\_\_\_\_  
\_\_\_\_\_  
(Current mailing address)

**DEVELOPMENT, MANAGEMENT AND OPERATION OF OUTLET SHOPPING MALLS.**

8. \_\_\_\_\_  
(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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road

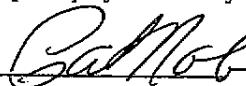
Plantation, Florida, 33324  
(Zip code)

**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)



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 and the jurisdiction under the law of which it is incorporated.

**Patrick A. Nolan**  
**Assistant Secretary**

## 12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

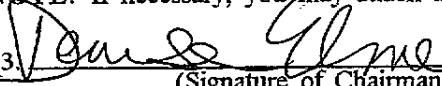
## A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: DAVID C. BLOOM, CHIEF EXECUTIVE OFFICERAddress: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068Director: THOMAS J. DAVIS, CHIEF OPERATING OFFICER~~XXXXXX~~  
Address: 103 EISENHOWER PARKWAY, NEW JERSEY 07068Director: MICHAEL J. CLARKE, CHIEF FINANCIAL OFFICERAddress: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068Director: LESLIE T. CHAO, PRESIDENTAddress: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068

## B. OFFICERS (Street address only - P.O. Box NOT acceptable)

Vice President: BRUCE ZALAZNICK, EXECUTIVE VICE PRESIDENT~~XXXXXX~~  
Address: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068Vice President: WILLIAM D. BLOOM, EXECUTIVE VICE PRESIDENTAddress: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068Secretary: DENISE M. ELMERAddress: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068Treasurer: CATHERINE A. LASSIAddress: 103 EISENHOWER PARKWAY, NEW JERSEY 07068Controller: SHARON M. VUSKALNS  
Address: 103 EISENHOWER PARKWAY, ROSELAND, NEW JERSEY 07068

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. DENISE M. ELMER, SECRETARY  
(Typed or printed name and capacity of person signing application)

*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 "CHELSEA GCA OPERATING CORP." 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 NINETEENTH DAY OF NOVEMBER, A.D. 1999.

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.

FILED  
STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 NOV 22 PM 3:03



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0094405

DATE:

11-19-99