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TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 938583 7382243

AUTHORIZATION :

COST LIMIT : \$ 155

*[Handwritten Signature]*

FILED  
07 JUN - 7 AM 8:18  
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ORDER DATE : June 7, 2007

ORDER TIME : 2:59 PM

ORDER NO. : 938583-005

CUSTOMER NO: 7382243

DOMESTIC FILING

NAME: RL AT SPC, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis - EXT. 2926

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

RL at SPC, LLC

(Must end with the words "Limited Liability Company," "Limited Company" or their abbreviation "LLC," or "L.C.,")

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

**Principal Office Address:**

CBL Center, Suite 500  
2030 Hamilton Place Boulevard  
Chattanooga, TN 34721

**Mailing Address:**

CBL Center, Suite 500  
2030 Hamilton Place Boulevard  
Chattanooga, TN 34721

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Corporation Service Company

Name

1201 Hays Street

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 32301

City, State, and Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

Corporation Service Company

By: Harry B. Davis

Registered Agent's Signature (REQUIRED)

**Harry B. Davis**  
**Asst. Vice President**

(CONTINUED)

Page 1 of 2

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**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

MGRM

The Shoppes at Panama City, LLC  
CBL Center, #500, 2030 Hamilton Place Blvd.  
Chattanooga, Tennessee 37421

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(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

**REQUIRED SIGNATURE:**

See attached signature page

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

By: Jeffery V. Curry, Assistant Secretary

Typed or printed name of signee

**Filing Fees:**

**\$125.00 Filing Fee for Articles of Organization and Designation  
of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**

Signature Page  
to  
Articles of Organization  
of  
RL at SPC, LLC


Dated this 7~~th~~ day of June, 2007.

RL AT SPC, LLC

By: The Shoppes at Panama City, LLC,  
a Florida limited liability company,  
its sole and managing member

By: Jarnigan Road Limited Partnership,  
a Tennessee limited partnership,  
its sole member and chief manager

By: Development Options, Inc.,  
a Wyoming corporation,  
its sole general partner

By:   
Jeffery V. Curry,  
Assistant Secretary