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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 953732 7382243

AUTHORIZATION :

COST LIMIT : \$ 25

*Spuddeley*  
FILED  
JUN 18 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 18, 2007

ORDER TIME : 10:25 AM

ORDER NO. : 953732-005

CUSTOMER NO: 7382243

DOMESTIC AMENDMENT FILING

NAME: RL AT SPC, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

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

**ARTICLES OF CORRECTION  
FOR  
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

**FILED**  
07 JUN 18 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The name of the limited liability company is: RL at SPC, LLC

**SECOND:** The articles of organization or the application to transact business

**(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)**

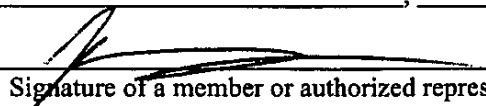
- ☒ Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

The signature block was incorrect as to the identification of the parties due  
to drafter error. The corrected signature block is attached hereto.

**OR**

- ☐ Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

Dated: June 7, 2007

  
Signature of a member or authorized representative of a member  
Jeffery V. Curry

Typed or printed name of signee

Filing Fee: \$25.00  
Certified Copy: \$30.00 (optional)

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

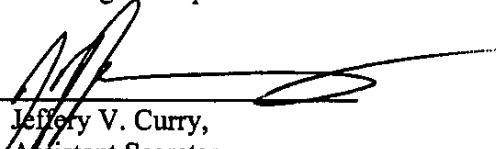
Dated this 7th day of June, 2007.

RL AT SPC, LLC

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

By: CBL & Associates Limited Partnership,  
a Delaware limited partnership,  
its sole member and chief manager

By: CBL Holdings I, Inc.,  
a Delaware corporation,  
its sole general partner

By:   
Jeffery V. Curry,  
Assistant Secretary

**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

**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

**FILED**  
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TALLAHASSEE, FLORIDA

**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

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

(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 7th 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