

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L14000013459
FILED 8:00 AM
January 24, 2014
Sec. Of State
tbrown**

Article I

The name of the Limited Liability Company is:

U.S. OUTLET STORES SUNSET PLACE LLC

Article II

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

ROOM 284 FLORIDA MALL
ORLANDO, FL. 32809

The mailing address of the Limited Liability Company is:

1400 BROADWAY
NEW YORK, NY. 10018

Article III

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

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL. 32301

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.

Registered Agent Signature: JODETTE HAMILTON, ASSISTANT VP

Signature of member or an authorized representative

Electronic Signature: JOE NAKASH, MANAGING MEMBER

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.