

L990000006749

Document Number Only

10/14

C T CORPORATION SYSTEM
660 East Jefferson Street
Requestor's Name
Tallahassee, Florida 32301
Address
(850) 222-1092
City State Zip Phone

600003015216-3
-10/14/99-01084-014
****160.00 ****160.00

CORPORATION(S) NAME

Inland Countryside G.P., LLC

109-2372

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Call When Ready
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- Amendment
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- Call if Problem
- Will Wait
- Merger
- Mark
- Other
- Change of R.A.
- UCC-1
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- After 2:00
- Pick Up

99 OCT 14 PM 2:03
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 14
RECEIVED
11:05 AM

Please Return Extra Copy(s)
Filed Stamp
Thanks, Melanie

Name Availability	MJH
Document Examiner	
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Verifier	
Acknowledgment	
W.P. Verifier	

OCT 14



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 14, 1999

CT CORPORATION SYSTEM
ATTN; MELANIE

SUBJECT: INLAND COUNTRYSIDE G.P., L.L.C.
Ref. Number: W99000023772

We have received your document for INLAND COUNTRYSIDE G.P., L.L.C. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by a Member or an Authorized Representative. The only signature on the document submitted was of the Registered Agent.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

To: Michelle Hodges
Document Specialist

Letter Number: 799A00049668

From: Melanie

Important
Must be back dated to Oct. 14, 1999
w/ a/c : C.C.

RECEIVED
OCT 15 PM 1:12
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
INLAND COUNTRYSIDE G.P., L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 14 PM 2:03

ARTICLE I - Name

The name of the Limited Liability Company is INLAND COUNTRYSIDE G.P., L.L.C. (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is: 2901 Butterfield Road, Oak Brook, Illinois 60523.

ARTICLE III - Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Regulations or Florida law.

ARTICLE IV - Management

The Company will be managed by its managing member (the "Manager"). The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Manager shall also hold the offices and have responsibilities accorded to him by the members and as set forth in the Regulations of the Company. The name and address of the Manager who is to serve until the first annual meeting or until its successor is otherwise selected is as follows:

Inland Retail Real Estate Limited Partnership
2901 Butterfield Road
Oak Brook, IL 60523

ARTICLE V - Admission of Additional Members

Additional members may be admitted and the terms and condition of such admissions shall require the vote of all existing members, and shall be conditioned on the new member's agreement to abide by all existing agreements of the members regarding the conduct of the Company.

ARTICLE VI - Members Rights to Continue Business

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of a member's termination of membership.

ARTICLE VI - Registered Agent and Office

The street address of the Corporation's initial registered office is 1200 South Pine Island Road, City of Plantation, County of Broward, State of Florida 33324 and the name of its initial registered agent at such office is **CT Corporation System.**

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of INLAND COUNTRYSIDE G.P., L.L.C. hereby accepts such designation and is familiar with, and accepts, the obligations of such position as provided in Florida Statutes § 608.415.

CT CORPORATION SYSTEM

By: Connie Boyan
Name: Connie Boyan
Title: Special Asst. Secy.
Dated: Oct. 14, 1999

INLAND RETAIL REAL ESTATE LIMITED PARTNERSHIP

an Illinois limited partnership

By: Inland Retail Real Estate Trust, Inc., a Maryland corporation

Its: General Partner

By: Samuel A. Ortel

Its: Secretary