

AK
& L

DIRECT DIAL: (770) 980-3427
DIRECT FAX: (770) 618-8566
E-MAIL ADDRESS: aking@akl.com

1100000000/930

ATLANTA
CHICAGO
NEW YORK

VIA FEDEX

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Riverside Landings, LLC

Ladies and Gentlemen:

Enclosed for filing are the following documents:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida; and
2. Certificate of Designation of Registered Agent Registered Office.

Also enclosed is a Certificate of Existence for Riverside Landings, LLC issued by the Secretary of State of the State of Georgia, along with our firm's check in the amount of \$160.00 in payment of the Filing Fees, Designation of Registered Agent, Certified Copy and Certificate of Status.

Please return all documents to my attention at our Atlanta address.

Thank you very much for your assistance with this filing. If you have any questions regarding the enclosed or if there is anything further you need in order to process this request, please call me at (770)980-3427.

Very truly yours,

Angela King
Angela King
Legal Assistant

400003390524--7
-09/12/00-01083--001
****160.00 ****160.00

Enclosures

420424-1 8306.0042000

GERALD F. ALLEN*
ALLEN D. ALTMAN
SAMUEL R. ARDEN
EMILY SANFORD BAIR
MARK V. BENVENISTE
MITCHELL S. BLOCK**
THEODORE I. SLUM
BARBARA BOTEIN*
CHARLES A. BRAKE, JR.
GIL Y. BURSTINER
THOMAS B. CAHILL*
CHRISTEN C. CAREY
KRISTEN A. CARPENTER
J. SCOTT CARR
ROBERT A. CHUBB
JEREMY D. COHEN
CRAIG P. COLBURN, JR.
C. CELESTE CRESWELL
MICHAEL R. DEMING
GREGG M. DORMAN*
KAREN M. EDWARDS
ILENE H. FERENCZY**
MICHAEL S. FRENCH
JEANINE L. GIBBS
BRUCE D. GOODMAN*
SUSAN M. GORDON
JOHN GRAHAM*
ANDREW P. GRANT
JAMES R. HARLAND, JR.
PETER M. HARTMAN
W. DANIEL HICKS, JR.
D. CHARLES HOUK
M. SUZANNE HOWARD
ANGELA HSU
AJAY K. JINDIA
LESLIE K. JUTZI*
LORI E. KILBERG
CRAIG H. KRITZER
MARK J. LEVICK
JOHN H. LEWIS
LESLIE L. MACHADO*
JACK M. MARTIN
BETH MORAIE MAYFIELD
AASIA MUSTAKEEM
JACK D. PAPPALARDO*
DAVID L. PARDUE
DAVID M. PERNINI
ANDREA L. PHILLIPS
STEPHANIE D. RATCLIFFE
STEVEN J. ROBERTS
STEPHEN K. ROBINSON
CONSTANCE E. ROOTS
BENNO G. ROTHSCHILD, JR.
RICHARD P. RUBENOFF
THEODORE H. SANDLER
CHRISTIAN D. SHIELDS
ROBERT D. SIMONS
GARY L. SIMPSON
DUANE D. SITAR
FRANK SLOVER
EPHRAIM SPIELMAN
ASHLEY C. STANLEY
JOHN E. TAYLOR
DEBRA M. THOMPSON
KEVIN M. WALSH
JOSEPH D. WARGO
THOMAS D. WHITE
KEITH N. WILSON
CHARLES L. WOOD
KRISTEN A. YADLOSKY

* Admitted CA Bar Only
* Admitted IL Bar Only
* Admitted NY Bar Only
** Admitted TX Bar Only

RETIREMENT PLAN
ADMINISTRATION

CYNTHIA A. GROSZKIEWICZ
ACTUARY

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Riverside Landings, LLC
(Name of foreign limited liability company)
2. Georgia 3. 58-2362953
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 4-11-2000 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 4-11-2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1946 Monroe Drive, NE
Atlanta, Georgia 30324
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

1946 Monroe Drive, NE

Atlanta, Georgia 30324

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: owning, holding, constructing, developing, managing and leasing the real property
known as Riverside Landings Shopping Center.

William A. Freeman

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

William A. Freeman

Typed or printed name of signee

FILED
00 SEP 12 PM 1:37
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Riverside Landings, LLC

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

Robert M. Peck

(Name)

5426 Central Florida Parkway

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

Orlando

FL

32821

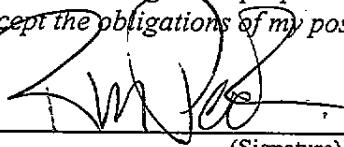
City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 12 PM 1:37

FILED

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..



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 002450860
CONTROL NUMBER : 0018295
DATE INC/AUTH/FILED: 04/11/2000
JURISDICTION : GEORGIA
PRINT DATE : 09/01/2000
FORM NUMBER : 211

CT CORPORATION SYSTEM
NIKOL LOMBARD
1201 PEACHTREE STREET, N.E.
ATLANTA, GA 30361

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

RIVERSIDE LANDINGS, LLC
A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox
Secretary of State