CCRS 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

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CONTACT:	CINDY HICKS	
DATE: REF. #:	0150.14128	
CORP. NAME:	MISSION BAY SHOPPING CENTER	
() ARTICLES OF INCOR () ANNUAL REPORT () FOREIGN QUALIFICA () REINSTATEMENT () CERTIFICATE OF CAL () OTHER:	() TRADEMARK/SERVICE MARK () FICTITIOUS NAME	
	EPAID WITH CHECK# 698/16 FOR \$ 155.00 POR STATE OF STATE	
PLEASE RETURN CERTIFIED COPY CERTIFICATE OF ST	() CERTIFICATE OF GOOD STANDING () PLAIN STAMPED COPY	

Examiner's Initials

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

- 1. The name of the limited liability company is MISSION BAY SHOPPING CENTER, LLC ("Company")
- 2. Jurisdiction under the law of which the Company is organized: Delaware
- The FEI number is: Applied for
- 4. Date of organization: December 12, 2000
- 5. Duration: Perpetual
- Date first transacted business in Florida: Upon filing of this registration of foreign limited liability company.
- 7. The street address of the Company's principal office is c/o Invesco, Inc., One Lincoln Centre, Suite 700, Dallas, Texas 75240.
- 8. The Company is a manager-managed company.
- 9. The business address(es) of the managing members or manager(s) is/are as follows:

c/o Invesco, Inc., One Lincoln Centre, Suite 700, Dallas, Texas 75240

- 10. Attached is an original certificate of existence, no more than ninety (90) days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which the Company is organized.
- 11. Nature of business or purposes to be conducted or promoted in Florida: the transaction of any lawful business.

MISSION BAY SHOPPING CENTER, LLC, a Delaware limited liability company

By Its Manager Invesco, Inc., a Delaware corporation

By: Print Name: Ran Rag Sdale
Title: VP

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:

MISSION BAY SHOPPING CENTER, LLC

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

Corpdirect Agents
103 N. Meridian Street
Lower Level
Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

CORPDIRECT AGENTS

By: Cyllia C. Hicks
Print Name: Cynthia A. Hicks

Title: ___agent

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SECRETARY OF STATE
AN ARSSEE FLOORS

State of Delaware Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MISSION BAY SHOPPING CENTER, LLC"

IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MISSION BAY SHOPPING CENTER, LLC" WAS FORMED ON THE TWELFTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE:

Harriet Amith Ministry
Secretary of State

AUTHENTICATION: 09042,73

DATE: 01509-01

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