



MO10000000237

ACCOUNT NO. : 072100000032

REFERENCE : 982737 4808757

AUTHORIZATION : Patricia Piquette

COST LIMIT : \$ 125.00

ORDER DATE : January 30, 2001

ORDER TIME : 9:47 AM

ORDER NO. : 982737-005

CUSTOMER NO: 4808757

CUSTOMER: Ms. Rhodena Brunstrom
The Rouse Company
Office Of The General Counsel
10275 Little Patuxent Parkway
Columbia, MD 21044-3456

400003617314--0

FOREIGN FILINGS

NAME: ROUSE-CORAL GABLE PROPERTY,
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: *VB*
13-01

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AND
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01 JAN 31 AM 11:25 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 JAN 31 AM 10:33
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Rouse-Coral Gables Property, LLC
(Name of foreign limited liability company)
2. Maryland
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied For
(FEI number, if applicable)
4. January 18, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 10275 Little Patuxent Parkway, Columbia, Maryland 21044-3456
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

SEE ATTACHMENT

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: to own, and perhaps

develop, property adjacent to the Village of Merrick Park

Gordon H. Glenn
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.)

Gordon H. Glenn

Typed or printed name of signee

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Rouse-Coral Gables Property, LLC

<u>Manager</u>	<u>Title</u>
Anthony W. Deering	Manager
Douglas A. McGregor	Manager
Jerome D. Smalley	Manager
<u>Officer</u>	<u>Title</u>
Anthony W. Deering	Chairman of the Board, President & Chief Executive Officer
Douglas A. McGregor	Vice Chairman & Chief Operating Officer
Jeffrey H. Donahue	Executive Vice-President & Chief Financial Officer
Jerome D. Smalley	Executive Vice-President
Duke S. Kassolis	Senior Vice-President
Robert Minutoli	Senior Vice-President
Robert D. Riedy	Senior Vice-President
Alton J. Scavo	Senior Vice-President
Patricia H. Dayton	Vice-President & Treasurer
Holly G. Edington	Vice-President & Controller
Melanie M. Lundquist	Vice-President & Controller
Gordon H. Glenn	Vice-President, General Counsel & Secretary
Richard E. Galen	Vice-President, Deputy General Counsel & Assistant Secretary
Clarke B. Aburn	Vice-President
F. Scott Ball	Vice-President
Andrew B. Bolton III	Vice-President
Rita G. Brandin	Vice-President
Laurence A. Brocato	Vice-President
Michael J. Bryant	Vice-President
Robert M. Byrne	Vice-President
Christopher B. Carlaw	Vice-President
Jody L. Clark	Vice-President
J. Patrick Done	Vice-President
Paul C. Fickinger	Vice-President
Thomas M. Fitzpatrick	Vice-President
Janice A. Fuchs	Vice-President
Williams S. Gibbons	Vice-President
Jack R. Greenberg	Vice-President
Kathleen M. Hart	Vice-President
William Y. Hecht	Vice-President
Elizabeth A. Hullinger	Vice-President
Monty C. Leonard	Vice-President
John G. McLaughlin	Vice-President
Anthony Mifsud	Vice-President
Kevin T. Orrock	Vice-President
John A. Pattillo, Jr.	Vice-President
Michael L. Podracky	Vice-President
John R. Ragland	Vice-President
Gary M. Rivers	Vice-President
Ruben A. Roca	Vice-President
R. Edwards Taylor	Vice-President

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Ann E. Walters-Pope	Vice-President
Marlene F. Weinberg	Vice-President
Karen C. Weir	Vice-President
B. Owen Williams	Vice-President
Warren W. Wilson	Vice-President
Gregory E. Zimmerman	Vice-President
Kathleen E. Barry	Vice-President & Associate General Counsel & Assistant Secretary
James D. Lano	Vice-President & Associate General Counsel & Assistant Secretary
Donna M. Sills	Vice-President & Associate General Counsel & Assistant Secretary
John W. Steele, III	Vice-President & Associate General Counsel & Assistant Secretary
John F. Cahlan	Assistant Secretary
Nancy E. Everett	Assistant Secretary
Jeffrey S. Geen	Assistant Secretary
E. Bernard Justis	Assistant Secretary
Gabrielle Koeppel	Assistant Secretary
Arianne Hale Monroe	Assistant Secretary
M. Lucinda Motsko	Assistant Secretary
Jeffrey C. Palkovitz	Assistant Secretary
Cynthia L. Stewart	Assistant Secretary
Gregory Tobias	Assistant Secretary

ADDRESS:
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Columbia, Maryland 21044-3456

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**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:

Rouse-Coral Gables Property, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL

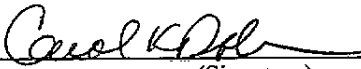
32301

City/State/Zip

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TALLAHASSEE, FLORIDA

APPROVED
AND
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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)

Carol K. Dolor, Assistant V.P.

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

STATE OF MARYLAND
Department of Assessments and Taxation

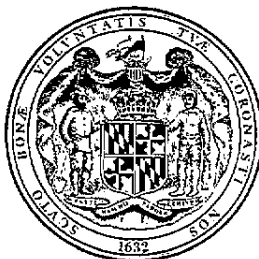
I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHTS OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ROUSE-CORAL GABLES PROPERTY, LLC IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND, AND THAT THE LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JANUARY 18, 2001.

Paul B. Anderson

Paul B. Anderson
Charter Division



AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA