



THE UNITED STATES
CORPORATION
COMPANY

MO10000000920

ACCOUNT NO. : 072100000032

REFERENCE : 123432 4804909

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 160.00

ORDER DATE : April 20, 2001

ORDER TIME : 12:01 PM

ORDER NO. : 123432-005

CUSTOMER NO: 4804909

000004077850--8

CUSTOMER: Gayle S. Finger, Legal Asst
Miro Weiner & Kramer
Suite 100
38500 Woodward Avenue
Bloomfield Hill, MI 48302

FOREIGN FILINGS

NAME: TAUBMAN PALM BEACH LLC

*****FILE FIRST*****

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER:

2001 APR 25 PM 1:09

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

FILED
01 APR 25 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MO1-920
OK

**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. TAUBMAN PALM BEACH LLC
(Name of foreign limited liability company)
2. DELAWARE 3. APPLIED FOR
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 17, 2001 5. DECEMBER 31, 2099
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON FILING OF THE APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 200 EAST LONG LAKE ROAD, BLOOMFIELD HILLS, MI 48304
(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:

THE TAUBMAN REALTY GROUP LIMITED PARTNERSHIP, MANAGING MEMBER
200 EAST LONG LAKE ROAD, BLOOMFIELD HILLS, MI 48304

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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: Acquiring and holding
an interest in a limited partnership

By: The Taubman Realty Group Limited Partnership, Sole Member

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.)

By: Esther R. Blum

Typed or printed name of signee

Esther R. Blum, Senior Vice President

Taubman Centers, Inc., Managing General Partner

**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:

TAUBMAN PALM BEACH 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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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..


BRIAN COURTNEY, ASST. V.P.

(Signature)

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

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TAUBMAN PALM BEACH 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 TWENTIETH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TAUBMAN PALM BEACH LLC" WAS FORMED ON THE SEVENTEENTH DAY OF APRIL, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3381326 8300

AUTHENTICATION: 1092082

010192362

DATE: 04-20-01