

M0200000/052

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

6/21 FOR LLC

MJH

Corporation(s) Name

2 CC 2 CUS

Inland Southeast Lake Jackson, LLC

400005915254
-06/24/02--01002--003
****195.00 ****195.00

Profit Amendment Merger

Nonprofit

Foreign Dissolution Mark

LLC

Limited Partnership Annual Report Other

Reinstatement Reservation Ch. RA

Fictitious Name UCC

Certified Copy Photocopies CUS

Walk in Pick-up Will Wait

Name Availability: _____

Document Examiner: _____

Updater: _____

Verifier: _____

Acknowledgement: _____

W.P. Verifier: _____

6-21-02
Today's Date

Please Return Extra
Copies File Stamped
To:

Melanie Strickland

RECEIVED
02 JUN 21 PM 4:32
Thank You
TALLAHASSEE FLORIDA

FILED

02 JUN 21 PM 1:46
TALLAHASSEE FLORIDA

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

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. Inland Southeast Vero Beach, L.L.C. (Name of foreign limited liability company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied for. (FEI number, if applicable)

4. June 13, 2002 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon filing. (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2901 Butterfield Road Oak Brook, Illinois 60523 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [xx]

9. The name and usual business addresses of the managing members or managers are as follows: Inland Retail Real Estate Limited Partnership 2901 Butterfield Road Oak Brook, Illinois 60523

02 JUN 24 PM 1:46 STATE DEPT OF STATE TALLAHASSEE FLORIDA

FILED

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 acquire, own, hold administer, service, manage, sell and otherwise deal with property or any interest therein, either directly or indirectly.

By: Roberta S Matlin June 18, 2002

Signature of a member or an authorized representative of a member. (In accordance with section 608.403(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Roberta S. Matlin, Vice President of Inland Retail Real Estate

Trust, Inc., a Maryland corporation, general partner of Inland Retail Real Estate Limited Partnership, an Illinois partnership, sole member

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:

Inland Southeast Vero Beach, L.L.C.

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation

FL

33324

(City/State/Zip)

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.

CT Corporation System

PETER F. SOUZA
ASSISTANT SECRETARY

(Signature)

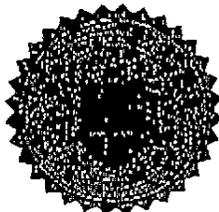
- \$ 100.00 Filing Fee for Application
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INLAND SOUTHEAST VERO BEACH, L.L.C." 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 FOURTEENTH DAY OF JUNE, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3536838 8300

AUTHENTICATION: 1831395

020383443

DATE: 06-14-02