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DIVISION OF CORPORATION

Florida Department of State

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Fax Number : (850)205-0383

From:

Account Name : FOLEY & LARDNER
Account Number : 072720000061
Phone : (904)359-2000
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FOREIGN LIMITED LIABILITY COMPANY

MCW-RC FL-Shoppes at 104, LLC

Certificate of Status	2
Certified Copy	1
Page Count	04
Estimated Charge	\$165.00

Fax Audit No. H02000205629

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

I. MCW-RC FL-Shoppes at 104, LLC (Name of foreign limited liability company) 2. Delaware (Outs of Original company is organized) (Date of Original cardinals in the diability of Cardinal limited liability company) 3. applied for (FEI number, If applicable) (Outs of Original cardinals in the accordance of the cardinals in the liability company will consecut on exist or "perpetual" (Outs for transacred business in Florida. (See sections 608.501, 608.502, and \$17.155, F.S.) 7. 121 W. Forsyth Street, Sulte 200 Jacksonville, FL 32202 (Street address of principal office) 3. If limited liability company is a manager-managed company, check here 1. The name and usual business addresses of the managing members or managers are as follows: Macquarie CountryWide-Regency, LLC 121 W. Forsyth Street, Suite 200 Jacksonville, FL 32202 3. Attached is an original cartificate of existence, no more from 90 days old, duly authenticated by the official having custody of records in the pure distribution under the law of which it is organized. (A photocopy is not acceptable. If the cartificate is in a fireign language, a translation of the cartificate of or official theory of the cartificate of the themselve must be safetime and the street of the cartificate of the fire translate in must be safetime of the cartificate in a fireign language, a translation of the cartificate of a member of a manage, finance and sell retail shopping centers See attached Signature of a member or an authorized representative of a member. (In accordance with section 908.4083), Fs., the execution of this document conclusions as a diffrance to usefur for parallelic of pedgry that the first state decrease of the fire as a state of the document conclusions as a diffrance to usefur for parallelic of pedgry that the first state decrease of the document conclusions as a diffrance to usefur for parallelic of pedgry that the first state decrease is the state of the state of the state of the state of the second of the document conclusions.			TATUTES, THE FOLLOWING IS SUBMITTED IN THE STATE OF FLORIDA:	
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(Duration: Year limited Hability company will cease to exist or "papernal") 6. September 25, 2002 (Date first transacted basiness in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 7. 121 W. Forsyth Street, Suite 200 Jacksonville, FL 32202 (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: Macquarie CountryWide-Regency, LLC 121 W. Forsyth Street, Suite 200 Jacksonville, FL 32202 3. Attached is an original certificate of existence, no more from 90 days old, duly authemicated 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 family language, a translation of the certificate under orefit of the translator must be sthroited.) 1. Nature of business or purposes to be conducted or promoted in Florida: 1. to acquire, own, operate, lease, manage, finance and sell retail shopping centers See attached Signature of a member or an authorized representative of a member. (In accordance with exerting 68.408(3), F.S., the execution of this document constitutes an affirmation under the paralties of perjury that the fines stande barein are true.) See attached Typed or printed name of signer	4. September	24, 2002	s pemetual	`OPONS
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MCW-RC FL-SHOPPES AT 104, LLC

By: Macquarie CountryWide-Regency, LLC, sole member

By: Regency Centers, L.P., authorized member

By: Regency Centers Corporation, its sole general partner

By:_

Lisa Palmer, Vice President

Fax Audit No. H02000205629

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Fax Audit No. H02000205629

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: MCW-RC FL-Shoppes at 104, LLC	
2. The name and the Florida street address of the registered agent and office are:	
F&L Corp. # POWO (Name)	
200 Laura Street North Florida street address (P.O. Box NOT ACCEPTABLE)	4 0
Jacksonville FL 32202 (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 dutles, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

(Signature)
By: Charles V. Hedrick, Authorized Signatory

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

\$ 5.00 Certificate of Status (optional)

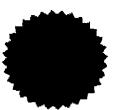
Delaware Fax Audit No. H02000205629

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MCW-RC FL-SHOPPES AT 104, 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 TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MCW-RC FL-SHOPPES AT 104, LLC" WAS FORMED ON THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE. AMOSER 30 PM 3:31



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020592612

AUTHENTICATION: 1999168

DATE: 09-24-02

Fax Audit No. H02000205629