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ACCOUNT NO. : 072100000032
REFERENCE : 834991 4305845
AUTHORIZATION :
COST LIMIT : \$ 125.00
ORDER DATE: November 26, 2002
ORDER TIME : 11:09 AM
ORDER NO. : 834991-095
CUSTOMER NO: 4305845
CUSTOMER: Ms. Madeline Alvarado = Willkie Farr & Gallagher 787 Seventh Avenue =
New York, NY 10019-6099
FOREIGN FILINGS
NAME: HK NEW PLAN ERP PROPERTY HOLDINGS, LLC
XXXX QUALIFICATION (TYPE: LL)
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
CERTIFIED COPY YX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Susie Knight EXT# 1156 EXAMINER:

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. HK New Plan ERP Property Holdings, LLC (Name of foreign limited liability company) 2. Delaware (Jurisdiction under the law of which foreign limited liability company) 4. November 14, 2002 (Date of Organization) 5. Figure Lua! (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. c/o New Plan Excel Realty Trust, Inc. 1120 Avenue of the Americas, New York, New York 10036 (Street address of principal office) 9. The name and usual business addresses of the managing members or managers are as follows: Steven F. Siegel New Plan Excel Realty Trust, Inc. 1120 Avenue of the Americas, 12th Floor New York, New York 10036 Glenn J. Rufrano c/o New Plan Excel Realty Trust, Inc. 1120 Avenue of the Americas, 12th Floor New York, New York 10036 Glenn J. Rufrano c/o New Plan Excel Realty Trust, Inc. 1120 Avenue of the Americas, 12th Floor New York, New York 10036 Glenn J. Rufrano c/o New Plan Excel Realty Trust, Inc. 1120 Avenue of the Americas, 12th Floor New York 10036 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records it the jurisdiction under the law of which it is originized (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 conduct business and preparative of a member. (If accordage with section 608.408(3), F.S., the execution of this document constitutes and afterplate in under the penalties of peripury that the facts stated berein are true.)									
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. November 14, 2002 (Date of Organization) 6. Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 7. c/o New Flan Excel Realty Trust, Inc. 1120 Avenue of the Americas, New York, New York 19036 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 2 9. The name and usual business addresses of the managing members or managers are as follows: Steven F. Siegel New Flan Excel Realty Trust, Inc. 1120 Avenue of the Americas, 12th Floor New York, New York 19036 Glenn J. Rufrano c/o New Plan Excel Realty Trust, Tnc. 1220 Avenue of the Americas, NY, NY 10036 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records it 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 eath of the translator must be submitted) 11. Nature of business or purposes to be conducted or promoted in Florida: 20 conduct business Signature of a member or an authorized representative of a member. (If accoptages with section 608.408(3), F.S., the execution of this document constitutes	1.	HK New Plan ERP Property Holdings, LLC (Name of foreign	ı lim	ited liability	company)				•
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Steven F. Siegel, EVP Typed or printed name of signee			d na	me of sign	nee	<u> </u>	,		

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:
New Plan ERP Property Holdings, LLC
2. The name and the Florida street address of the registered agent and office are:
Corporation Service Company (Name)
(reame)
1201 Hays Street Florida street address (P.O. Box NOT ACCEPTABLE)
Tallahassee FL 32301 (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. (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 "HKINEW PLAN ERP PROPERTY HOLDINGS, 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-SIXTH DAY OF NOVEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HK NEW PLAN ERP PROPERTY HOLDINGS, LLC" WAS FORMED ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2002.

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



Varriet Smith Windson, Secretary of State

3591001 8300 — AUTHENTICATION: 2112832

020730426 DATE: 11-26-02