

M030000003762

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

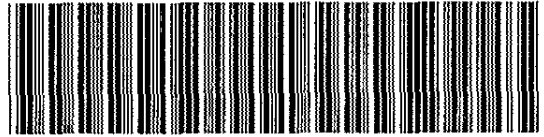
(Business Entity Name)

(Document Number)

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STATE
TALLAHASSEE, FLORIDA

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STATE
TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 312198 7175508
AUTHORIZATION : *Patricia Papp*
COST LIMIT : \$ 125.00

03 NOV 10 PM 2:31
FILED
TALLAHASSEE, FLORIDA

ORDER DATE : November 6, 2003

ORDER TIME : 11:11 AM

ORDER NO. : 312198-005

CUSTOMER NO: 7175508

CUSTOMER: Ms. Erika J. Kedzlerski
Levenfeld Pearlstein
Suite 1300
2 North Lasalle St.
Chicago, IL 60602

FOREIGN FILINGS

NAME: RUSHMORE OAKS MALL, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

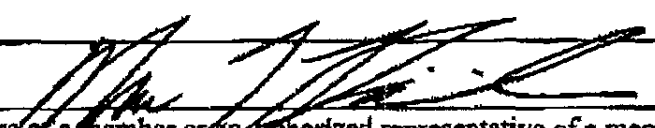
CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER: _____

**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. RUSHMORE OAKS MALL, LLC
(Name of foreign limited liability company)
2. ILLINOIS
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-0255755
(FEI number, if applicable)
4. SEPTEMBER 25, 2003
(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 817.133, F.S.))
7. 414 N. ORLEANS STREET, SUITE 210
CHICAGO, IL 60610
(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:
- RUSHMORE PROPERTIES, LLC
414 N. ORLEANS STREET, SUITE 210
CHICAGO, IL 60610
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: _____
Please see attached.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.406(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Marc Reinisch

Typed or printed name of signee

Attachment to Application by Foreign Limited Liability Company (Rushmore Oaks Mall, LLC, an Illinois limited liability company) for Authorization to Transact Business in Florida:

11. Acquire, develop, own, operate, manage, maintain, improve, finance, refinance, sell, exchange or otherwise deal with and dispose of the real property commonly known as Oaks Mall Plaza, Gainesville, Florida, and all improvements, additions, replacements, easements and any and all other rights appurtenant thereto, and all personal property that might be used or useful used in connection therewith, and undertake such other activities related or incidental thereto as the Manager may determine is in the interests of the Company.

**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:

RUSHMORE OAKS MALL, 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)

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.

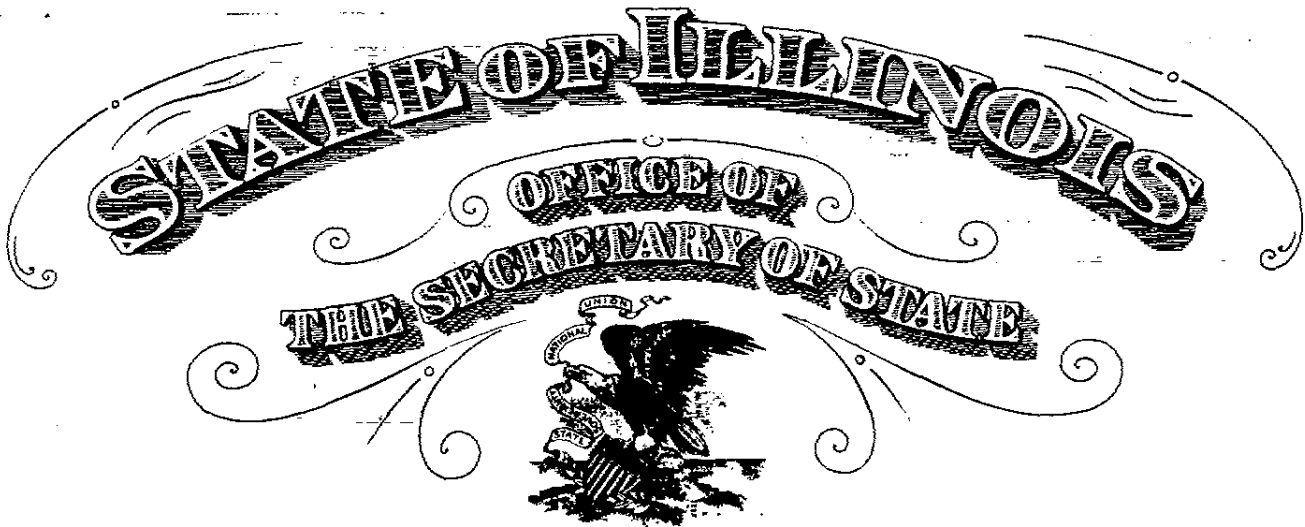

Brian Courtney
Asst. V. Pres.

(Signature)

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

File Number

0101041-7



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

RUSHMORE OAKS MALL, LLC,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON SEPTEMBER 25, 2003,
APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED
LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING
OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT
BUSINESS IN THE STATE OF ILLINOIS.



*In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this* 7TH
day of NOVEMBER A.D. 2003

Jesse White

SECRETARY OF STATE