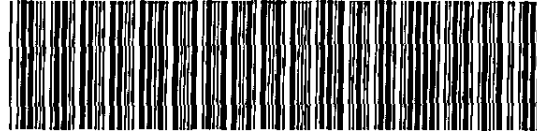


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2005 SEP 16 AM 11:26

(Requestor's Name)

WILLIAMSON, J. A. PRADA



700059655727

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

09/16/05--01039--001 **25.00

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Registered Agents
Legal Services, LLC

1220 N. Market Street
Suite 806

Wilmington DE 19801

(302) 427-6970

(800) 400-6650

(302) 421-5753 [fax]

info@IncLegal.com [email]

www.IncLegal.com

FILED
2005 SEP 16 8 00 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ra

September 15, 2005

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Prime Outlets Acquisition Company, LLC

Dear Sir or Madam,

Please find enclosed the Change of Registered Agent Certificate for the above referenced company along with our check in the amount of \$25 for your filing fee. Please file and return filed documents to the following address:

Registered Agents Legal Services, LLC
Attn: Denise Fowler
1220 N. Market Street, Suite 806
Wilmington, DE 19801

Please feel free to contact me with any questions at 800-400-6650. Thank you.

Sincerely,

Denise Fowler
Accounts Manager

Enclosures

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: PRIME OUTLETS ACQUISITION COMPANY, LLC
2. The mailing address of the limited liability company is : 326 Third Street, Lakewood, NJ 08701

04/01/2004

M04000001369

3. Date of filing/registration in Florida

4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

William G Mann

Name

5461 Factory Shops Boulevard

Address

Ellenton, FL 34222

City, State and Zip

6. The name and address of the new registered agent and/or office:

Registered Agents Legal Services, Inc.

Name

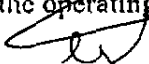
1333 North Duval Street

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

Tallahassee FL 32303

City, State and Zip

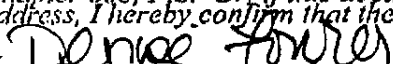
If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


(Signature of a member or authorized representative of a member)

David Lichtenstein

(Printed or typed name of signer)

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: \$25.00