

m05000002535

MAY 12 2005 1:22 PM
Division of Corporations

NO. 912

P. 1
Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000121451 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : FOLEY & LARDNER
Account Number : 072720000061
Phone : (904) 359-2000
Fax Number : (904) 359-8700

RECEIVED
05 MAY 12 PM 2:59
DIVISION OF CORPORATIONS

0597 040521/0241

Ref to KRP

FOREIGN LIMITED LIABILITY COMPANY

USRP I Holding, LLC

MAY 12 PM 2:06

Certificate of Status	2
Certified Copy	1
Page Count	845
Estimated Charge	\$165.00

FILED
2005 MAY 12 A 41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Release Agent	DCC
https://efile.sunbiz.org/scripts/efilcovr.exe	
Verifier	DCC

Electronic Filing Menu

Corporate Filing

Public Access Help

5/12/2005

Fax Audit No. H05000121451

**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. USRP I HOLDING, LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. May 2, 2005
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. June 1, 2005 (anticipated)
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 121 West 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-Management, LLC

121 West Forsyth Street, Ste 200, Jacksonville, FL 32202

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 transact any lawful business

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

SEE ATTACHED SIGNATURE PAGE

Typed or printed name of signee

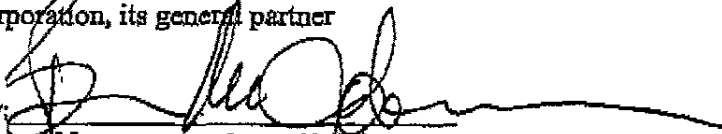
FILED
2005 MAY 12 A 9 41
SECRET
TALLAHASSEE, FL

Fax Audit No. H05000121451

Signature Page
to
Application by Foreign Limited Liability Company
For Authorization to Transact Business in Florida
of
USRP I Holding, LLC

USRP I HOLDING, LLC, a Delaware limited liability company
By: Macquarie CountryWide-Regency II, LLC, a Delaware limited liability company, its sole member
By: Macquarie-Regency Management, LLC, a Delaware limited liability company, its managing member
By: Regency Centers, L.P., a Delaware limited partnership, its managing member
By: Regency Centers Corporation, a Florida corporation, its general partner

By:



Name: Bruce M. Johnson
Title: Managing Director and
Chief Financial Officer

FILED
2005 MAY 12 A 9 41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Fax Audit No. H05000121451

**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:

USRP I HOLDING, LLC

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

F&L Corp.

(Name)

One Independent Drive, Suite 1300

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

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 duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

F&L Corp.

By: Charles V. Hedrick
(Signature)

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)

Fax Audit No. H05000121451

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USRP I HOLDING, 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 SECOND DAY OF MAY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "USRP I HOLDING, LLC" WAS FORMED ON THE SECOND DAY OF MAY, A.D. 2005.

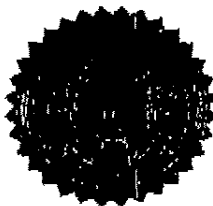
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
2005 MAY 12 A 9:41
SECRETARY OF STATE
WALLACE F. FORD

3963407 8300

050352288

Fax Audit No. H05000121451



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3850254

DATE: 05-02-05