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DATE: 3/12/2021

NAME: BROOKFIELD PROPERTIES DEVELOPMENT LLC

TYPE OF FILING: APPLICATION

COST: 125.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Brookfield Properties Development LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)
3. 83-2522541 (FEI number, if applicable)

4. March 11, 2021
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 3200 Park Center Drive (Street Address of Principal Office)
Suite 1000
Costa Mesa, California 92626
6. 3200 Park Center Drive (Mailing Address)
Suite 1000
Costa Mesa, California 92626

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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Registered agent's acceptance:
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 application, 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.

CT Corporation System, L.P.
(Registered agent's signature)

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

Title or Capacity: **Manager** **Name and Address:** Name: Adrian P. Foley
 Member Address: 3200 Park Center Drive
 Authorized Suite 1000
Person Costa Mesa, California 92626
 Other _____ **Other** _____

Title or Capacity: **Manager** **Name and Address:** Name: William B. Seith
 Member Address: 3200 Park Center Drive
 Authorized Suite 1000
Person Costa Mesa, California 92626
 Other _____ **Other** _____

Manager Name: Shane D. Pearson
 Member Address: 4906 Richard Road SW
 Authorized Calgary, Alberta, Canada T3E 6L1
Person _____
 Other _____ **Other** _____

Manager Name: Thomas Lui
 Member Address: 4906 Richard Road SW
 Authorized Calgary, Alberta, Canada T3E 6L1
Person _____
 Other _____ **Other** _____


Manager Name: Ted T. McKibbin
 Member Address: 3200 Park Center Drive
 Authorized Suite 1000
Person Costa Mesa, California 92626
 Other _____ **Other** _____

Manager Name: Alan Norris
 Member Address: 4906 Richard Road SW
 Authorized Calgary, Alberta, Canada T3E 6L1
Person _____
 Other _____ **Other** _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


 Signature of an authorized person

Robin Rutherford

Typed or printed name of signer

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROOKFIELD PROPERTIES DEVELOPMENT 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 ELEVENTH DAY OF MARCH, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BROOKFIELD PROPERTIES DEVELOPMENT LLC" WAS FORMED ON THE NINTH DAY OF NOVEMBER, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



7140893 8300

SR# 20210881307

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202712185

Date: 03-11-21