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Requestor's Name

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Address

Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

200002982772--0

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\*\*\*\*468.75 \*\*\*\*468.75

DDA DownReIT L.L.C.

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**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. DDR DownREIT L.L.C.  
 (Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)

2. Ohio 3. 34-1901821  
 (Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. August 17, 1999 5. Perpetual  
 (Date of Organization) (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. 3300 Enterprise Parkway, Beachwood, OH 44122  
 (Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>See 1 in Addendum</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A hotocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**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:

DDR DownREIT L.L.C.

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

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

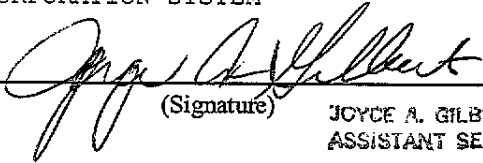
Florida street address (P.O. Box **NOT** ACCEPTABLE )

Plantation FL 33324

(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.*

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(Signature)

JOYCE A. GILBERT  
ASSISTANT SECRETARY

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TALLAHASSEE, FLORIDA

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**Filing Fee: \$ 35 for Designation of Registered Agent**

## Addendum

1. Name: Developers Diversified Realty Corporation  
Title: MGRM  
c. 3300 Enterprise Parkway, Beachwood, OH 44122

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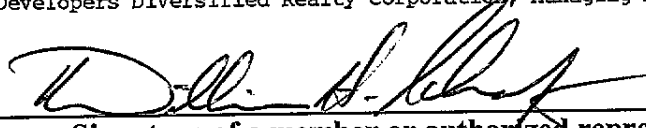
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of DDR DownREIT LLC  
\_\_\_\_\_ certifies: \_\_\_\_\_

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 20,000 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 8,080,000 ;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 8,100,000 .  
(This total includes amounts from 2 and 3 above.)

Developers Diversified Realty Corporation, Managing Member

By: \_\_\_\_\_



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

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

William H. Schafer, Vice President & Treasurer

Typed or printed name of signee

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**Filing Fee: \$250.00 for Application and Affidavit**

FLORIDA PROPERTY

- 3) Ormond Towne Square  
1458 West Granada Boulevard  
Ormond Beach, Florida 32174

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TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.



*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show DDR DOWNREIT LLC, an Ohio Limited Liability Company, Registration No. 1094288, was filed in this office on August 17<sup>th</sup>, 1999 is currently in FULL FORCE AND EFFECT upon the records of this office.*

*WITNESS my hand and official seal*

*at Columbus, Ohio on*

*September 3, 1999*



A handwritten signature in cursive script that reads "J. Kenneth Blackwell".

J. Kenneth Blackwell  
Secretary of State