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FILED Jun 10, 1999 8:00 am Secretary of State

DOCUMENT #

PROFIT CORPORATION ANNUAL REPORT 1998 9



FLORIDA 06-10-1999 90064 009 ****150.00 Sa DIVISION OF CORPORATIONS



DOCUMENT # 1. Corporation Name

P16955

WESTFIELD AMERICA, INC.

Principal Place of Business Mailing Address 11601 Wilshire Boulevard, 12th Floor Los Angeles, CA 90025

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 11/25/87

2. Principal Place of Business 2a. Mailing Address 4. FEI Number 5. Certificate of Status Desired 6. Election Campaign Financing Trust Fund Contribution 8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT Corporation System 1200 S. Pine Island Road Plantation, FL 33324

81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes

SIGNATURE Signature (typed or printed name of registered agent and title, if applicable) (NOTE: Registered Agent signature required when reinstating) DATE

Table with 2 main columns: 12. OFFICERS AND DIRECTORS and 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12. Includes fields for Title, Name, Street Address, City, St, Zip.

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(c), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

[Signature]

Leesa Ashley

6-8-99

310-445-2426

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Assistant Secretary

Date

Telephone #

CR2E034 (10/97)

WESTFIELD AMERICA, INC.

Title	Name	Business Address
Co-President	Richard E. Green	*
Co-President/D	Peter S. Lowy	*
T	Mark Stefanek	*
EVP	Dimitri Vazelakis	*
EVP	Roger Burghdorf	*
EVP	Randall Smith	*
S	Irv Hepner	*
AS	Leesa Ashley	*
AS	Rory Packer	*
AS	Kelly Zinser	*
D	Frank P. Lowy	*
D	David H. Lowy	*

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WESTFIELD AMERICA, INC.

<u>Title</u>	<u>Name</u>	<u>Business Address</u>
D	Prof. Frederick G. Hilmer	Australian Graduate School of Management University of New South Wales Gate 11, Botany Street Randwick NSW 2031, Australia
D	Roy Furman	Livent, Inc. 214 West 43 rd Street New York, NY 10036
D	Bernard Marcus	The Home Depot 2455 Paces Ferry Road Atlanta, GA 30339
D	Larry Silverstein	Silverstein Properties, Inc. 521 Fifth Avenue, 31 st Floor New York, NY 10175
D	Herman Huizinga	124A Irrubel Road Newport NSW 2106, australia
D	Francis Vincent	Vincent Enterprises 290 Harbor Drive Stamford, CT 06902

* The business address is: **11601 Wilshire Boulevard, 12th Floor
Los Angeles, CA 90025**

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