

P24276



ACCOUNT NO. : 072100000032

REFERENCE : 982521 5028492

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pijute

FILED
01 FEB 26 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 30, 2001

ORDER TIME : 2:16 PM

ORDER NO. : 982521-315

CUSTOMER NO: 5028492

400003769234--6

CUSTOMER: Ms. Evelyn Pelicot Bellew
Cambrian Corporation
1114 Avenue Of The Americas
28th Fl.
New York, NY 10036

CHANGE OF AGENT

NAME: AMERICAN RETAIL PROPERTIES,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

RECEIVED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. COULLIETTE FEB 26 2001

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of California 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 corporation is: AMERICAN RETAIL PROPERTIES, INC.
2. The mailing address of the corporation is: 2501 Guasti Road, Ontario, CA 91761
3. Date of incorporation/qualification: May 11, 1989 Document number: P24276
4. The name and address of the current registered agent and office:

C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Howard Jackson
(Signature of an officer, chairman or vice chairman of the board)

1/16/2001
(Date)

HOWARD JACKSON, Treasurer
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

By: Carol K. Dolor
(Signature of Registered Agent)

2/8/2001
(Date)

If signing on behalf of an entity:

Corporation Service Company Carol K. Dolor, Asst. Vice President
(Typed or Printed Name) (Capacity)

* * * FILING FEE: \$35.00 * * *