F97000003872



General Growth Properties, Inc.

VIA AIRBORNE

January 5, 1999
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re:

Oaks Mall Gainesville, Inc.

Dear Sir or Madam:

Enclosed please find completed ARTICLES OF DISSOLUTION for the referenced entity and GGP Management, Inc.'s, check No. 0028183, dated 1/4/99, in the amount of \$43.75 to cover the cost of the dissolution. Please call me at 312-960-5807 if you have any questions concerning this dissolution.

You may send the stamped ARTICLES OF DISSOLUTION to me at: 30002732383--8

Patricia Norton, Corporate Paralegal, 1-23 GENERAL GROWTH PROPERTIES, INC. 110 North Wacker Drive Chicago, Illinois 60606

Thank you.

Sincerely,

Patricia Norton

Enclosures

withd. 1-25-99 CC=

*****43.75



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 13, 1999

PATRICIA NORTON 110 NORTH WACKER DR. CHICAGO, IL 60606

SUBJECT: OAKS MALL GAINESVILLE, INC.

Ref. Number: F97000003872

We have received your document for OAKS MALL GAINESVILLE, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A foreign corporation authorized to transact business or conduct its affairs in Florida may withdraw its authority by completing the enclosed withdrawal application and submitting the appropriate fee.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 799A00001619



Patricia Norton Corporate Paralegal

312/960/5807 FAX: 312/960/5485

norton@generalgrowth.com

January 19, 1999

Ms. Cheryl Coulliette Florida Department of State Division of Corporation P.O.Box 6327 Tallahassee, Florida 32314

Letter Number 799A00001619 Re:

OAKS MALL GAINESVILLE, INC.

Dear Ms. Couliette:

Enclosed please find the completed APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA.

Please complete the withdrawal for the referenced corporation and mail the file stamped copy to me at the letterhead address. Please call me (312-960-5807) if you have questions concerning this withdrawal. Thank you.

Sincerely,

/pn

Enclosure

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

OAKS MALL GAINESUILLE, INCESS T
Name of Corporation) A DELAWARE CORPORATION (Incorporated Under Laws Of)
This corporation is no longer transacting business or conducting affairs within the State of Florida
and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.
GENERAL GROW THY PROPERTIES, INC. 110 H. WACKER D. (Mailing Address)
CHICAGO IL 60606 (City/ State /Zip)
The corporation agrees to notify the Department of State in the future of any change in its mailing address.

1/19/99