



F98000003303

ACCOUNT NO. : 072100000032

REFERENCE : 948975 4347123

AUTHORIZATION : Patricia Pizutek

COST LIMIT : \$ 35.00

ORDER DATE : September 2, 1998

ORDER TIME : 2:38 PM

ORDER NO. : 948975-010

CUSTOMER NO: 4347123

CUSTOMER: Cheryl Keller, Paralegal
Mayer Brown & Platt
Suite 6500
2000 Pennsylvania Avenue, N.W.
Washington, DC 20006

FILED
98 SEP -9 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900002635749--2

FOREIGN FILINGS

NAME: FAC REALTY TRUST, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

See 9/15

RECEIVED
98 SEP -9 PM 3:27
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1998

CSC
BRENDA PHILLIPS
TALLAHASSEE, FL

SUBJECT: FAC REALTY TRUST, INC.
Ref. Number: F98000003303

RESUBMIT

Please give original
submission date as file date.

We have received your document for FAC REALTY TRUST, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The certificate from the State of Maryland show the filed date of the name change to be August 6, 1998. Please correct your document accordingly.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 298A00046034

98 SEP 15 AM 10:47
DIVISION OF CORPORATION

PROFIT CORPORATION

FILED
98 SEP -9 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

1. FAC REALTY TRUST, INC.
Name of corporation as it appears on the records of the Department of State.

2. Maryland
Incorporated under the laws of

3. May 13, 1998
Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 6, 1998


5. KONOVER PROPERTY TRUST, INC.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature
C. Cammack Morton
Typed or printed name

August 27, 1998
Date
President and C.E.O.
Title

STATE OF MARYLAND

662414

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

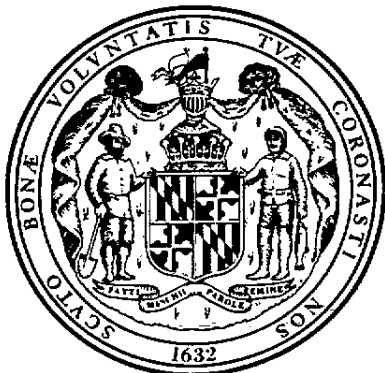
301 West Preston Street Baltimore, Maryland 21201

I, BETTY CHASE OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE, RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR THE RIGHT OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT

ARTICLES OF AMENDMENT OF FAC REALTY TRUST, INC. CHANGING ITS NAME TO KONOVER PROPERTY TRUST, INC. WERE RECEIVED AND APPROVED FOR RECORD BY THIS DEPARTMENT ON AUGUST 6, 1998.

I FURTHER CERTIFY THAT KONOVER PROPERTY TRUST, INC. IS IN GOOD STANDING WITH THIS DEPARTMENT AT THE TIME OF THIS CERTIFICATE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 3RD DAY OF SEPTEMBER, 1998.

Betty Chase
BETTY CHASE
CHARTER DIVISION