

FORM PTO-1054 (Modified)  
(Rev. 6-83)  
OMB No. 0851-0011 (exp. 4/94)  
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TM05/RP/03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS ONLY

PTO-00119/03;RTA-10119/03  
PAB-10719/03

Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**The Taubman Company Limited Partnership**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State **Delaware**  
 Other \_\_\_\_\_

Additional names(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

Name: The Taubman Company LLC

Internal Address: \_\_\_\_\_

Street Address: 200 East Long Lake Road, Suite 300

City: Bloomfield Hills State: MI ZIP: 48303

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State **Delaware**  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                   Change of Name  
 Other **Certificate of Conversion and Formation**

Execution Date: October 30, 2001

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,227,770  
1,228,716  
1,234,852

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Allen M. Krass, P.O. Reg. 18,277

Internal Address: Gifford, Krass, Groh, Sprinkle  
Anderson & Citkowski, P.C.

Street Address: 280 North Old Woodward, Ste. 400

City: Birmingham State: MI ZIP: 48009

6. Total number of applications and registrations involved:..... **3**

7. Total fee (37 CFR 3.41):.....\$ 990.00

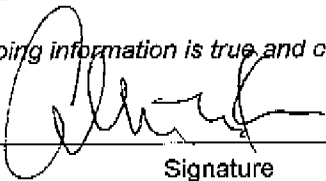
Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

07-1180

DO NOT USE THIS SPACE

9. Statement and signature.  
*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Allen M. Krass                                                            11/19/02  
 Name of Person Signing                              Signature                              Date

700020503

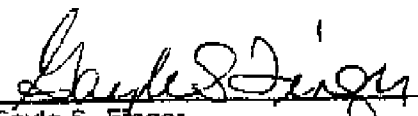
Total number of pages including cover sheet, attachments, and document:

TRADEMARK REEL: 002878 FRAME: 0423

**CERTIFICATE OF FORMATION  
OF  
THE TAUBMAN COMPANY LLC**

- FIRST:** The name of the limited liability company is: The Taubman Company LLC.
- SECOND:** The registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, 19808, and its registered agent at such address is Corporation Service Company.
- THIRD:** The Company shall exist from the date upon which the Certificate of Formation is duly filed by the Delaware Secretary of State, and shall continue until **December 31, 2008** (the "Termination Date"), unless dissolved and liquidated before the Termination Date in accordance with the provisions of the Limited Liability Company Operating Agreement of The Taubman Company LLC.

IN WITNESS WHEREOF, the undersigned, being the individual forming the Company, has executed, signed and acknowledged this Certificate of Formation this 30<sup>th</sup> day of October 2001.

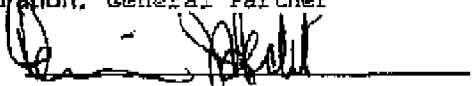
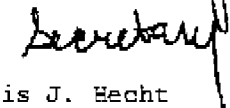
  
\_\_\_\_\_  
Gayle S. Finger  
Authorized Person

**CERTIFICATE OF CONVERSION  
FROM A LIMITED PARTNERSHIP TO A LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 18-214  
OF THE DELAWARE LIMITED LIABILITY COMPANY ACT**

- 1. The jurisdiction where the Limited Partnership was first formed is Delaware.
- 2. The jurisdiction immediately prior to filing this Certificate of Conversion is Delaware.
- 3. The date the Limited Partnership was first formed was November 16, 1992.
- 4. The name of the Limited Partnership immediately prior to filing this Certificate of Conversion is The Taubman Company Limited Partnership.
- 5. The name of the Limited Liability Company as set forth in the Certificate of Formation is The Taubman Company LLC.

IN WITNESS WHEREOF, the undersigned has executed, signed and acknowledged this Certificate of Conversion this 30th day of October, 2001.

Taub-Co Management, Inc., a Michigan corporation, General Partner

By:   
 Its:   
 Dennis J. Hecht Secretary