

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
 Other _____

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

2. Name and Address of receiving party(ies)

Name: The Taubman Company LLC

Address: 200 E. Long Lake Road
Bloomfield Hills, Michigan 48303-020

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation (Delaware) _____
 Other - Delaware Limited Liability Company _____

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 _____

Execution Date: October 30, 2001

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) See attached

Additional numbers attached? Yes No

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

Hayley Smith, Senior Legal Assistant
Kirkland & Ellis LLP
153 East 53rd Street
New York, NY 10022-4675
(212) 446-4800 (Phone)
(212) 446-4900 (Fax)

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41)..... \$ 140
 Enclosed
 Authorized to be charged to Deposit Account

8. Charge to Deposit Account No. 111098
 (Attach duplicate copy of this page if paying by deposit account)

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.

Hayley Smith Hayley Smith 10/14/04
 Name of Person Signing Signature Date

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

CH \$115.00 111098 1695695

SCHEDULE TO RECORDATION COVER SHEET

Registrations

Mark	Reg. No.
COLUMBUS CITY CENTER	1595695
M MARLEY STATION	1440175
MEADOWOOD	2002720
TC THE MALL AT TUTTLE CROSSING	2246499

OCT 14 2004 10:12AM

NO. 1239 P. 2

Delaware

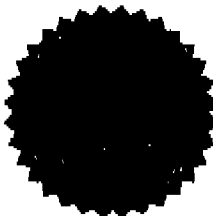
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "THE TAUBMAN COMPANY LIMITED PARTNERSHIP" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "THE TAUBMAN COMPANY LIMITED PARTNERSHIP" TO "THE TAUBMAN COMPANY LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF OCTOBER, A.D. 2001, AT 9 O'CLOCK A.M.

2316067 8100V

040741462



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3410162

DATE: 10-14-04

TRADEMARK
REEL: 002955 FRAME: 0409

OCT. 14. 2004 10:19AM


NO. 7239 P. 3

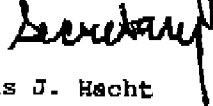
**CERTIFICATE OF CONVERSION
FROM A LIMITED PARTNERSHIP TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214
OF THE DELAWARE LIMITED LIABILITY COMPANY ACT**

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. Hacht Secretary

{W0102718.pdc}

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 10/30/2001
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