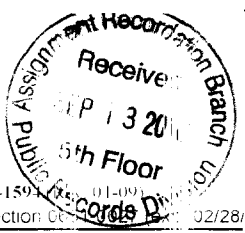


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09-13-2010

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

Form PTO-159 (Rev. 01-09)
OMB Collection 0707-0182 02/28/



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To the Director of the U. S. Patent and Trademark Office, or to the new address(es) below.

<p>1. Name of conveying party(ies): Sunrise Mills (MLP) Limited Partnership</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation - State _____ <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) <u>District of Columbia, U.S.</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Name: <u>Sunrise Mills (MLP) Limited Partnership</u> Internal Address: _____ Street Address: <u>225 West Washington Street</u> City: <u>Indianapolis</u> State: <u>Indiana</u> Country: <u>U.S.</u> Zip: <u>46204</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input checked="" type="checkbox"/> Limited Partnership Citizenship <u>District of Columbia, U.S.</u> <input type="checkbox"/> Corporation Citizenship _____ <input type="checkbox"/> Other _____ Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance / Execution Date(s) : Execution Date(s) <u>August 8, 2010</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Amendment of Limited Partnership</u></p>	

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) 75611523	B. Trademark Registration No.(s) 2316377
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Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
Sawgrass Mills

<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Sunrise Mills (MLP) Limited Partnership</u> Internal Address: <u>Attn: Wendy Rothrock</u> Street Address: <u>225 West Washington Street</u> City: <u>Indianapolis</u> State: <u>Indiana</u> Zip: <u>46204</u> Phone Number: <u>317-685-7370</u> Fax Number: <u>317-263-7647</u> Email Address: <u>wrothroc@simon.com</u></p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$<u>40.00</u></p> <p><input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Enclosed</p> <p>8. Payment Information: Deposit Account Number _____ Authorized User Name _____</p>
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9. Signature: Wendy Rothrock 8/18/2010
Signature Date

Wendy L. Rothrock
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Effective August 1, 2007, The Mills Corporation, a Delaware corporation was liquidated. As such, Sunrise Mills (MLP) Limited Partnership, a District of Columbia limited partnership, is now composed of:
Sawgrass Mills GP, LLC, a Delaware limited liability company, its general partner
By: Sawgrass Mills Mezzanine, LLC, a Delaware limited liability company, its member
By: The Mills Limited Partnership, a Delaware limited partnership, its member
By: TMLP GP, LLC, a Delaware limited liability company, its general partner

TRADEMARK

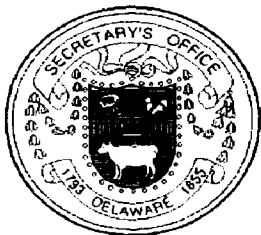
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE MILLS LIMITED PARTNERSHIP", FILED IN THIS OFFICE ON THE EIGHTH DAY OF AUGUST, A.D. 2007, AT 4:01 O'CLOCK P.M.



2358723 8100

070903183

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5911785

DATE: 08-08-07

TRADEMARK

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**STATE OF DELAWARE
AMENDMENT TO THE CERTIFICATE OF
LIMITED PARTNERSHIP
OF
THE MILLS LIMITED PARTNERSHIP**

The undersigned, desiring to amend the Certificate of Limited Partnership pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Limited Partnership is The Mills Limited Partnership (the "Partnership").

SECOND: The address of its registered office in the State of Delaware is c/o The Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address for services of process is The Corporation Trust Company.

THIRD: The Mills Corporation has withdrawn as the general partner of the Partnership.

FOURTH: Paragraph 3 is amended as follows:

3. Effective August 1, 2007, for accounting purposes only, the name and address of the general partner is as follows:

<u>Name</u>	<u>Address</u>
TMLP GP, LLC, a Delaware limited liability company	225 W. Washington St. P.O. Box 7033 Indianapolis, IN 46207-7033

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Certificate of Limited Partnership of The Mills Limited Partnership on this 8th day of August, 2007.

GENERAL PARTNER:

TMLP GP, LLC, a Delaware limited liability company

By: James A. Schmidt
James A. Schmidt, Assistant Secretary