

STATEMENT OF FINANCIAL AFFAIRS

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Chapter 11

In re: The Rouse Company Operating Partnership LP
Debtor.

Case Number: 09-12037

This statement is to be completed by every debtor. Spouses filing a joint petition may file a statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within the six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None
State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed).

See attachment 1 of the Statement of Financial Affairs

2. Income other than from employment or operation of business

None
State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two year immediately preceding the commencement of this case. Give particular If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed).

See attachment 2 of the Statement of Financial Affairs



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### 3. Payments to Creditors

*Complete a. or b., as appropriate, and c.*

None  
 *a. Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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None  
 *b. Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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None  
 *c. All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**See Attachment 3c of the Statement of Financial Affairs for GGP Limited Partnership**

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None  
 **4. Suits, executions, garnishments, and attachments**

a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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None  
 b. Describe all property that has been attached, garnished, or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**In the ordinary course of business, the Debtors may be obligated to withhold amounts from the paychecks of various regular employees in connection with garnishment orders or other state law withholding orders. The Debtors believe that these amounts do not constitute property of the estate and, accordingly, are not responsive to this question. Moreover, out of concerns for the confidentiality of the Debtors' employees, the Debtors have not listed any such garnishment in response to this question.**

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**5. Repossessions, foreclosures, and returns**

None  
 List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**6. Assignments and receiverships**

None  
 a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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None  
 b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**7. Gifts**

None  
 List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**8. Losses**

None  
 List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**9. Payments related to debt counseling or bankruptcy**

None  
 List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, or consultation concerning debt consolidation, relief under the bankruptcy laws, preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

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**10. Other transfers**

None  
 List all other property, other than property transferred in the ordinary course of the business or financial affairs of the Debtor transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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None  
 b. List all property transferred by the debtor within **two years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

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**11. Closed financial accounts**

None  
 List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**12. Safe deposit boxes**

None  
 List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**13. Setoffs**

None  
 List all setoffs made by any creditor, including a bank, against debts or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**In the ordinary course of its business prior to the Petition Date (and subsequent to the Petition Date pursuant to Bankruptcy Court approval), Debtors routinely agreed to (and continue to agree to) provide rent credits or other setoffs to tenants under real property leases as a result of tenant overpayments of non-rent items, tenant improvement allowances and other matters. Given the high number and normal course nature of these setoffs, the Debtors have not reflected these setoffs under Question 13.**

**On April 2, 2009, U.S. Bank National Association (“U.S. Bank”) notified GGP Limited Partnership (“GGPLP”) of an event of default under the parties’ standard form master agreement promulgated by the International Swap and Derivatives Association, Inc. (“ISDA”) dated as of July 31, 2008 (the “ISDA Master Agreement”). U.S. Bank then froze a portion of the funds in a general deposit account (“Deposit Account”) that GGPLP maintained at U.S. Bank. The following day U.S. Bank declared \$3,627,764.24 due and owing under the ISDA Master Agreement and withdrew and set off that amount from the Deposit Account. GGPLP and the Debtors reserve all rights in connection with the setoff and the withdrawal of funds from the Deposit Account at U.S. Bank.**

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**14. Property held for another person**

None  
 List all property owned by another person that the debtor holds or controls.

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**15. Prior address of debtor**

None  
 If the debtor has moved within the **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

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**16. Spouses and Former Spouses**

None  
 If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington or Wisconsin) within **eight-years** immediately preceding the commencement of this case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

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**17. Environmental Information**

For the purposes of this questions, the following definitions apply:

"Environmental Law" means any federal, state, of local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

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None  a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

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None  b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

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None  c. List all judicial or administrative proceedings, including settlements or order, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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**18. Nature, location, and names of business**

None  a. *If the debtor is an individual,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was a self-employed professional within the **six-years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting of equity securities within the **six-years** immediately preceding the commencement of this case

*If the debtor is a partnership,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting securities, within the **six-years** immediately preceding the commencement of this case.

*If the debtor is a corporation,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting securities, within the **six-years** immediately preceding the commencement of this case.

**See attachment 18a of the Statement of Financial Affairs**

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None  b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the **six-years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sold proprietor or otherwise self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

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**19. Books, records and financial statements**

None

a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

**Edmund Hoyt, Chief Financial Officer from 10/03/08 to present.**  
**Bernard Freibaum, Chief Financial Officer from 10/18/93 to 10/03/08.**

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None

b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

**NAME AND ADDRESS**  
**Deloitte & Touche LLP – Chicago, IL**

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None

c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

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None

d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of this case by the debtor.

**General Growth files reports with the SEC (collectively, the 'SEC Filings') which contain consolidated financial information relating to General Growth and its affiliates. Because the SEC Filings are of public record, the Debtors do not maintain records of the parties who requested or obtained copies of any of the SEC Filings from the SEC, the Debtors or other sources. In addition, Debtors provide reporting information to lenders as required by their individual loan agreements, which information may include financial statements of the Debtors.**

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**20. Inventories**

None

a. List the dates of the last two inventories taken of the debtor's property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

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None

b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

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**21. Current Partners, Officers, Directors and Shareholders**

None

a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

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None

b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent of more of the voting or equity securities of the corporation.

**See attachment 21b of the Statement of Financial Affairs**

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**22. Former partners, officers, directors, and shareholders.**

None

a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

**See attachment 22a of the Statement of Financial Affairs**

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None

b. If the debtor is a corporation, list all officers, or directors whose relationships with the corporation terminated within **one year** immediately preceding the commencement of this case.

**See attachment 22b of the Statement of Financial Affairs**

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**23. Withdrawals from a partnership or distributions by a corporation**

None

If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

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**24. Tax Consolidation Group**

None

If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within the **six-years** immediately preceding the commencement of this case.

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**25. Pension Funds**

None

If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six-years** immediately preceding the commencement of this case.

**1. Income from employment or operation of business.**

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<u>Year</u>	<u>Amount</u>
12/31/2007 Annual Gross Revenue	(\$7,326,579)
12/31/2008 Annual Gross Revenue	\$9,692,664
3/31/2009 YTD Gross Revenue	\$391,966

**2. Income other than from employment or operation of business.**

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<u>Type of Income</u>	<u>2007</u>	<u>2008</u>	<u>3/31/2009 YTD</u>
OTHER INCOME	(\$18,774)	(\$8,445,712)	\$35,717

Specific Notes

Types of "other" income include, without limitation, gain/loss on disposition of assets, finance interests income, royalty revenue, vending income, sponsorship income, and advertising venues and sales

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
ROUSE COMPANY OF COLORADO, LLC, THE	52-0994528	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF WEST VIRGINIA, LLC, THE	52-1873520	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF WISCONSIN, LLC, THE	52-1307647	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF WYOMING, LLC, THE	52-1873922	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE HOLDING COMPANY, LLC, THE	52-0975580	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF UTAH, LLC, THE	52-1872340	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
SMPL MANAGEMENT, LLC	52-1179580	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THE ROUSE COMPANY OF VIRGINIA, LLC	52-1318064	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC CENTRAL, LLC	52-1785367	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF IDAHO, LLC, THE	52-1872341	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF ILLINOIS, LLC, THE	52-1167630	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THE ROUSE COMPANY OF IOWA, LLC	52-1317715	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF KENTUCKY, LLC, THE	52-1307829	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF MAINE, LLC, THE	52-1873883	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
ROUSE COMPANY OF NORTH DAKOTA, LLC, THE	52-1873877	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF VERMONT, LLC, THE	52-1873923	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GALLERY II TRUSTEE, LLC	52-1839797	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GATEWAY RETAIL CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-CORAL GABLES DEVELOPMENT, LLC	52-2299239	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
OWINGS MILLS FINANCE COMPANY, LLC	52-2011959	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE FASHION SHOW MANAGEMENT, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE MANAGEMENT SERVICES COMPANY, LLC	52-1189168	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE MANAGEMENT, LLC	52-1354496	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC PURCHASING, LLC	52-2054650	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GALLERY MAINTENANCE, LLC	52-10938522	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC PROPERTY MANAGEMENT, LLC	52-1605970	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
O.M. GUARANTY, LLC	52-1464414	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
CHARLOTTETOWN, LLC	52-0708910	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

**18a. Nature, location, and names of business**

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
COMMUNITY RESEARCH AND DEVELOPMENT, LLC	52-1001635	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
EXTON SHOPPING, LLC	52-1931246	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF PENNSYLVANIA, LLC, THE	52-0912522	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF MONTANA, LLC, THE	52-1872338	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE METRO PLAZA, LLC	52-1647488	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
MALL ST. MATTHEWS LIMITED PARTNERSHIP	51-0341726	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF OKLAHOMA, LLC, THE	52-1129504	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FRANKLIN PARK COMPANY, LLC, THE	51-0341720	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HERMES INCORPORATED	52-0912512	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
BURLINGTON ASSOCIATES LIMITED PARTNERSHIP	NONE - DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ECHOLON MALL JOINT VENTURE	NONE - DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FOUR OWINGS MILLS CORPORATE CENTER ASSOCIATES LIMITED PARTNERSHIP	52-1594847	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRCD, LLC	51-0337743	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
MALL ST. MATTHEWS LIMITED PARTNERSHIP	51-0341726	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
ROUSE-FASHION OUTLET, LLC	52-2109883	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
O.M. INVESTMENT II LIMITED PARTNERSHIP	NONE - DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
O.M. INVESTMENT LIMITED PARTNERSHIP	20-2494808	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THREE OWINGS MILLS CORPORATE CENTER ASSOCIATES LIMITED PARTNERSHIP	52-1622785	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
WHITELAND HOLDING LIMITED PARTNERSHIP	52-1850343	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
BEACHWOOD PLACE GP, L.L.C.	20-2795697	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
OAKLAND RIDGE INDUSTRIAL DEVELOPMENT, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GRAND AVENUE LIMITED PARTNERSHIP	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF NEW HAMPSHIRE, LLC, THE	52-1129503	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-RANDHURST SHOPPING CENTER, LLC	52-1212478	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF RHODE ISLAND, LLC, THE	52-1873740	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF SOUTH CAROLINA, LLC, THE	52-1180272	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF SOUTH DAKOTA, LLC, THE	52-1873207	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF TENNESSEE, LLC, THE	52-0967836	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
ROUSE COMPANY OF THE DISTRICT OF COLUMBIA, LLC, THE	52-1189167	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRCDE, LLC	51-0345406	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF CALIFORNIA, LLC, THE	52-1307825	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF MISSISSIPPI, LLC, THE	52-1873741	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF NEW MEXICO, LLC, THE	52-1874490	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF NORTH CAROLINA, LLC, THE	52-0972460	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
BEACHWOOD PROPERTY HOLDINGS, LLC	52-1989743	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
CHARLOTTETOWN NORTH, LLC	52-0787938	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-LAS VEGAS, LLC	52-2144479	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-VALLEY FAIR, LLC	52-2109635	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF ARKANSAS, LLC, THE	52-1307827	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ECHELON ACQUISITION LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FORTY COLUMBIA CORPORATE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GEAPE III, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

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GUILFORD INDUSTRIAL CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HRD PARKING, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
COLUMBIA GATEWAY, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE MISSOURI HOLDING COMPANY, LLC	52-1311235	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE IP, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GEAPE LAND HOLDINGS, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE OFFICE MANAGEMENT OF PENNSYLVANIA, LLC	52-1599522	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
WILLOWBROOK MALL COMPANY, LLC	51-0341724	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ONE FRANKLIN PARK COMPANY, LLC	51-0341723	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TWO FRANKLIN PARK COMPANY, LLC	51-0341640	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
RSE PREFERRED ACQUISITIONS, LLC	27-0037750	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
COLLIN CREEK PLANO, LLC	02-0656599	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
DOBBIN ROAD COMMERCIAL, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC NJ HOLDING, LP	20-2181842	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
ROUSE-PHOENIX HOTEL, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-PHOENIX HOTEL PARKING, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HRDHC, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HICKORY RIDGE VILLAGE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
COLUMBIA DEVELOPMENT, LLC	52-0968519	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
COLUMBIA MALL, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FIFTY COLUMBIA CORPORATE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-METRO SHOPPING CENTER, LLC	52-1267901	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
DORSEY SEARCH VILLAGE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
LAKEFRONT NORTH PARKING, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
OAKLAND RIDGE COMMERCIAL GROUP, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-RIVER HILL VILLAGE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
SEVENTY COLUMBIA CORPORATE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
SIXTY COLUMBIA CORPORATE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

**18a. Nature, location, and names of business**

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
WHITELAND II, LLC	52-1850267	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
COLUMBIA MANAGEMENT, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
WILLOWBROOK MANAGEMENT COMPANY, LLC	51-0338517	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF CONNECTICUT, LLC, THE	52-0940515	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THE ROUSE COMPANY OF ALABAMA, LLC	52-1073858	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
MARKETPLACE GRASSHOPPER, LLC	52-1163608	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
COLLIN CREEK PROPERTY, LLC	51-1934993	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
AUSTIN MALL COMPANY, LLC	51-0339526	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ECHOLON HOLDING COMPANY, LLC	51-0341721	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-PHOENIX PARKING TWO, LLC	52-1586272	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HERMES, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
SEAPORT THEATRE MANAGEMENT COMPANY, LLC	52-1312589	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
PARAMUS MALL MANAGEMENT COMPANY, LLC	52-1477642	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ECHOLON URBAN CENTER, LLC	NONE - DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
ROUSE-BURLINGTON, LLC	52-1071477	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-MILWAUKEE GARAGE MAINTENANCE, LLC	52-1203498	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-MILWAUKEE, LLC	52-1124676	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-OAKWOOD TWO, LLC	52-1711988	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FASHION SHOW CONSTRUCTION MANAGEMENT, LLC	52-2328749	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE FASHION SHOW, LLC	52-2008876	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
KING'S CONTRIVANCE VILLAGE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
NS MANAGEMENT COMPANY, LLC	74-1822369	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THE ROUSE COMPANY OF NEVADA, LLC	52-2008685	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-PHOENIX PARKING, LLC	52-1586270	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THE ROUSE COMPANY OF MISSOURI, LLC	52-1203454	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRCDE TWO, LLC	51-0345718	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE SI SHOPPING MANAGEMENT, LLC	52-1207247	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TWO GALLERY COMPANY, LLC	51-0349506	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

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WHITELAND I, LLC	52-1845929	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE FUNDING COMPANY, LLC	51-0337741	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE FUNDING TWO, LLC	51-0338518	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
NORTH STAR MALL COMPANY, LLC	52-0338519	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ONE GALLERY COMPANY, LLC	51-0349505	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
OWEN BROWN B DEVELOPMENT COMPANY, LLC	52-0957043	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-WATES, LLC	52-0909131	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRCDF, LLC	52-1907339	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 1, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 34, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 35, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 36, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 37, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 38, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

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TRC GALLERY AT MARKET EAST 16, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 10, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 31, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
S-R NEVADA PROPERTIES LLC	52-2277670	110 N. WACKER	CHICAGO, IL 60606	HOLDING COMPANY OF SUBSIDIARY THAT OWNED AIRPLANE HANGER. INTEREST IN THIS SUBSIDIARY WAS SOLD.
AIRPORT-CHEYENNE VENTURE LLC	52-2274896	110 N. WACKER	CHICAGO, IL 60606	OWNER OF AIRPLANE HANGER IN LAS VEGAS, NV. INTEREST IN THIS SUBSIDIARY WAS SOLD.
ROUSE-TEACHERS HOLDING COMPANY	52-2131137	110 N. WACKER	CHICAGO, IL 60606	HOLDING COMPANY. INTEREST IN THIS SUBSIDIARY WAS SOLD.
CHERRY HILL BEVERAGE, INC.	22-3582567	110 N. WACKER	CHICAGO, IL 60606	INTEREST IN THIS SUBSIDIARY WAS SOLD.
1150 PLYMOUTH ASSOCIATES, INC.	52-1941321	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
201 INTERNATIONAL ASSOCIATES LIMITED PARTNERSHIP	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
TRC GALLERY AT MARKET EAST 39, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 25, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
BEACHWOOD PLACE LP, L.L.C.	20-2795652	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 18, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

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TRC GALLERY AT MARKET EAST 19, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 20, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 21, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 22, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 33, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 24, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 32, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 26, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 27, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 28, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 29, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 30, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HUNT VALLEY 75 LIMITED PARTNERSHIP	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
TRC GALLERY AT MARKET EAST 23, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

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2900 LORD BALTIMORE DRIVE, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
CENTERPOINTE LIMITED PARTNERSHIP	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR PEPPER ROAD LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR RUTHERFORD LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR WOODLAWN LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR MD LAND III LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
AMBASSADOR CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR MD LAND I LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
GOVERNORS COURT 21, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR MCCORMICK ROAD II LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
7253 AMBASSADOR ROAD, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
7210 AMBASSADOR ROAD, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
226 SCHILLING CIRCLE, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
230 SCHILLING CIRCLE, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
11011 MCCORMICK ROAD, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
11101 MCCORMICK ROAD, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
GOVERNORS COURT, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR CLUBHOUSE LN II LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
TRC GALLERY AT MARKET EAST 15, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
RUTHERFORD 2 LIMITED PARTNERSHIP	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
CENTERPOINT PLAZA CO.	88-0420818	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR AMBASSADOR ROAD I LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
FR AMBASSADOR ROAD II LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR AMBASSADOR ROAD III LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR MD LAND II LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR CLUBHOUSE LN LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
SUNSTONE EAST PRATT, L.P.	34-1526063	110 N. WACKER	CHICAGO, IL 60606	OWNER OF HOTEL AT HARBORPLACE IN BALTIMORE, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR GILROY LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR GOLDEN AVENUE LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR HUNT VALLEY LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR HUNT VALLEY II LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR LOVETON LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
FR MCCORMICK ROAD I LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
FR AMBASSADOR ROAD IV LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	OWNER OF OFFICE BUILDING IN COLUMBIA, MD. INTEREST IN THIS SUBSIDIARY WAS SOLD.
ROUSE-FASHION PLACE, LLC	52-2109885	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
CUYAHOGA LAND COMPANY, LLC	52-1989742	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FOUR OWINGS MILLS CORPORATE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
THREE OWINGS MILLS CORPORATE CENTER, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF NEW JERSEY, LLC, THE	52-0912521	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF MASSACHUSETTS, LLC, THE	52-0989218	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 17, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF OREGON, LLC, THE	52-1307828	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE OFFICE MANAGEMENT, LLC	52-1319366	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
FASHION PLACE HOLDING, L.L.C.	20-2795773	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 13 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 14 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 17 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
TRC EXTON PLYMOUTH 18 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 19 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE HOLDING COMPANY OF ARIZONA, LLC, THE	DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-EASTFIELD, LLC	52-0859211	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
O.M. MALL COMPANY, LLC	NONE - DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-PHOENIX TWO CORPORATE CENTER, LLC	DISREGARDED FOR TAX PURPOSES	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 12 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
PLYMOUTH MEETING PROPERTY LLC	52-0808941	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
GALLERY AT MARKET EAST LLC	52-1003762	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE OFFICE MANAGEMENT OF OREGON, LLC	52-1603860	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
WILLOWBROOK COMPANY, LLC, THE	52-0808942	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
RREF HOLDING, LLC	52-0421973	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE OWINGS MILLS MANAGEMENT COMPANY, LLC	52-1968959	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE COMPANY OF NEW YORK, LLC, THE	52-0912520	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
AMERICAN CITY COMPANY, LLC, THE	52-0882890	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ECHOLON MALL, LLC	52-0857621	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
HARBORPLACE, LLC	52-1124630	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
WOODBRIIDGE CENTER, LLC	30-0301650	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 4, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
RII HOLDING, LLC	52-0859109	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 7, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 2, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 35 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 36 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 37 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 38 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 39 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 33 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
TRC GALLERY AT MARKET EAST 6, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 32 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 8, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 9, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 11, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 12, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 13, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 14, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 5, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 25 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
ROUSE-WESTDALE, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	INTEREST IN THIS SUBSIDIARY WAS SOLD.
TRC EXTON PLYMOUTH 15 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 16 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 20 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID # (ITIN)/Complete EIN</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Nature of Business</u>
TRC EXTON PLYMOUTH 21 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 22 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 34 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 24 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC GALLERY AT MARKET EAST 3, LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 26 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 27 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 28 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 29 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 30 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 31 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES
TRC EXTON PLYMOUTH 23 LLC	DISREGARDED	110 N. WACKER	CHICAGO, IL 60606	SUBSIDIARY OF DEBTOR USED FOR REIT TAX PLANNING PURPOSES

Specific Notes

Exhibit B-13 of the Schedules of Assets and Liabilities for each Debtor contains a listing of the current ownership structure of General Growth and its Debtor and non-Debtor subsidiaries. The entities listed above, if any, are entities in which the Debtor previously held an ownership interest. Despite their reasonable efforts to identify all names, addresses and other information required by Question 18, in some instances the Debtors do not have, and can not obtain, all records and information necessary to confirm the answers to Question 18 for periods prior to the three year period immediately prior to the Petition Date. To the extent such information is available for a Debtor, it is also reflected on Attachment 18(a) of the Statement of Financial Affairs and/or Exhibit B-13 of the Schedules of Assets and Liabilities for such Debtor.

**21a. Current Partners and Shareholders**

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City, State and Zip</u>
ADAM S. METZ	CHIEF EXECUTIVE OFFICER OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
CAROL A. WILLIAMS	ASSISTANT SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
EDMUND J. HOYT	TREASURER OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
HOWARD A. SIGAL	ASSISTANT SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
KATHLEEN M. COURTIS	VICE PRESIDENT OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
LINDA J. WIGHT	VICE PRESIDENT & ASSISTANT SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
MICHAEL CHIMITRIS	ASSISTANT SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
ROBERT A. MICHAELS	CHIEF OPERATING OFFICER OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
ROBERT A. MICHAELS	DIRECTOR OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
RONALD L. GERN	SENIOR VICE-PRESIDENT & SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
ROUSE LLC	GENERAL PARTNER OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
THE ROUSE COMPANY LP	GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
THOMAS H. NOLAN, JR.	DIRECTOR OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
THOMAS H. NOLAN, JR.	PRESIDENT OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606

**Specific Notes**

Stockholders that own, control, or hold 5 percent or more of the voting or equity securities of Debtor named above can be found on the organizational chart on Exhibit B-13.

**22 Former Partners, Officers, Directors and Shareholders**

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City, State, Zip</u>
BERNARD FREIBAUM	EXECUTIVE VICE-PRESIDENT AND TREASURER OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
BERNARD FREIBAUM	MANAGER OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JAMES D. LANO	ASSISTANT SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JEAN SCHLEMMER	SENIOR VICE PRESIDENT OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JOHN W. STEELE, III	ASSISTANT SECRETARY OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
THOMAS J. D'ALESSANDRO	SENIOR VICE PRESIDENT OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
WARREN W. WILSON	SENIOR VICE PRESIDENT OF GENERAL PARTNER'S GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606

Specific Notes

**DECLARATION CONCERNING DEBTOR'S STATEMENT OF FINANCIAL AFFAIRS**

I, authorized signatory of this debtor entity, declare under penalty of perjury that I have read the answers contained in the foregoing Statement of Financial Affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

THE ROUSE COMPANY OPERATING PARTNERSHIP LP

Date: August 26, 2009

By:   
EDMUND HOYT, Authorized Signatory

*Penalty for making a false statement: Fine of up to \$500,000, or imprisonment for up to 5 years, or both. 18 U.S.C. § 152 and 3571.*