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TANGER FACTORY OUTLET CENTERS INC
Form RW
July 18, 2002

TANGER FACTORY OUTLET CENTERS, INC.
TANGER PROPERTIES LIMITED PARTNERSHIP
3200 Northline Avenue, Suite 360
Greensboro, North Carolina 27408

July 18, 2002

Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

Re: Rule 477 Letter of Withdrawal - Tanger Factory Outlet Centers, Inc.
and Tanger Properties Limited Partnership

Dear Sir or Madam:

Pursuant to Rule 477 promulgated under the Securities Act of 1933, as amended, we hereby request to withdraw Registration Statement on Form S-3 and Post-Effective Amendment No. 2 to Form S-3, file no. 333-92448/333-92448-01. No securities were sold in connection with Registration Statement on Form S-3 and Post-Effective Amendment No. 2 to Form S-3, file no. 333-92448/333-92448-01.

The Registration Statement on Form S-3 and Post-Effective Amendment No. 2 to Form S-3, file no. 333-92448/333-92448-01, was filed erroneously. We had intended to file a Post-Effective Amendment to the existing registration statement, not a new registration statement.

Thank you very much.

Truly yours,

TANGER FACTORY OUTLET CENTERS, INC.

By: /s/ STEVEN B. TANGER

Steven B. Tanger
Director, President and
Chief Operating Officer

TANGER PROPERTIES LIMITED PARTNERSHIP

By: Tanger GP Trust, its sole
general partner

By: /s/ STEVEN B. TANGER

Steven B. Tanger
President and Trustee of

