

F02 00000 2609

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Goodwyn, Mills & Cawood, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Barbara Baker

(Name of Person)

Goodwyn, Mills & Cawood Inc.

(Firm/Company)

P O Box 3605

(Address)

Montgomery, AL 36109

(City/State and Zip code)

000005575140--8
-05/20/02-01074-007
*****78.75 *****78.75

For further information concerning this matter, please call:

Lance Bellenger

(Name of Person)

at

(334)

271-3200

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
02 MAY 21 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THOMAS
5/21/02

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Goodwyn, Mills & Cawood, Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Alabama (State or country under the law of which it is incorporated) 3. 63-0906620 (FEI number, if applicable)

4. 5/31/85 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 125 Interstate Park Drive Montgomery, AL 36109 (Principal office address)

P O Box 3605 Montgomery, AL 36109 (Current mailing address)

8. Architecture and Engineering (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: William E. Wallace

Office Address: 392 Walton Rose Lane

Panama City, Florida 32413 (City) (Zip code)

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10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten signature]

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

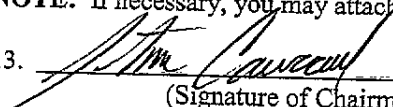
Chairman: Steve Cawood
Address: 1934 Ridge Avenue
Montgomery, AL 36106
Vice Chairman: David B. Reed
Address: 3707 Freeman Court
Montgomery, AL 36109
Director: William E. Wallace
Address: 3338 Thomas Avenue
Montgomery, AL 36111
Director: John W. Belk, Jr
Address: P O Box 87
Salem, AL 36874

B. OFFICERS

President: Steve Cawood
Address: 1934 Ridge Avenue
Montgomery, AL 36106
Vice President: John W. Belk, Jr.
Address: P O Box 87
Salem, AL 36874
Secretary: William E. Wallace
Address: 3338 Thomas Avenue Montgomery, AL 36111
Treasurer: David B. Reed
Address: 3707 Freeman Court Montgomery, AL 36109

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steve Cawood President
(Typed or printed name and capacity of person signing application)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Goodwyn, Mills & Cawood, Inc. incorporated in Montgomery County, Montgomery, Alabama on May 31, 1985. I further certify that the records do not disclose that said Goodwyn, Mills & Cawood, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 7, 2002

Date

Jim Bennett

Jim Bennett

Secretary of State