

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: United Apartment Group, 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:

Timothy Lee Settles
(Name of Person)

United Apartment Group, Inc.
(Firm/Company)

2561 SW Grapevine Parkway Suite 200
(Address)

Grapevine Texas 76051
(City/State and Zip code)

For further information concerning this matter, please call:

Timothy Lee Settles -at 817-310-4500
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 14, 2007

TIMOTHY LEE SETTLES
2561 SW GRAPEVINE PKWY STE 200
GRAPEVINE, TX 76051

SUBJECT: UNITED APARTMENT GROUP, INC.
Ref. Number: W07000039531

We have received your document for UNITED APARTMENT GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please put the name of the registered agent in number 9.

The name and title of the person signing the document must be noted beneath or opposite the signature.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist

Letter Number: 207A00049552

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. United Apartment Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

* United Apartment Group Inc
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. TX 3. TAXID # 75-2588110
(State or country under the law of which it is incorporated) (FEI number, if applicable)

* 4. 3/24/1995 * Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

* 6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2561 SW Grapevine Parkway Suite 200, Grapevine Texas 76051
(Principal office address)

2561 SW Grapevine Parkway Suite 200, Grapevine Texas 76051
(Current mailing address)

8. Property Management
(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 NOT acceptable)
Name: Monica Slider
Office Address: 730 Bonnie Brae
Winter Park, Florida 32789
(City) (Zip code)

FILED
2007 AUG 28 PM 4:00
SECRETARY OF STATE
FLORIDA

* 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.
[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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

2007 AUG 28 PM 4:00
STATE
FLORIDA

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A B. OFFICERS

President: Timothy Lee Settles

Address: 2561 SW Grapevine Pkwy #200
Grapevine TX 76051

Vice President: _____

Address: _____

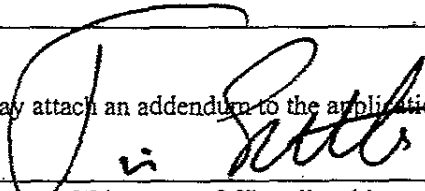
Secretary: William Doyle Chandler

Address: 2561 SW Grapevine Pkwy #200, Grapevine, TX 76051

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Director or Officer listed in number 12 of the application)

14. Tim Settles, President
(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Phil Wilson
Secretary of State

Office of the Secretary of State

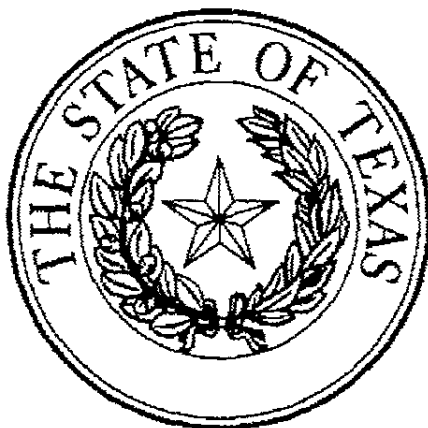
Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for UNITED APARTMENT GROUP, INC. (file number 135003900), a Domestic For-Profit Corporation, was filed in this office on March 24, 1995.

It is further certified that the entity status in Texas is in existence.

FILED
2007 AUG 28 PM 4:00
SECRETARY OF STATE
FALLACIA, TEXAS

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 23, 2007.



A handwritten signature in cursive script that reads "Phil Wilson".

Phil Wilson
Secretary of State