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DIVISION OF CORPORATION

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DIVISION OF CORP. REGISTRATION

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C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, etc. 200
Address
Tallahassee, FL 32301 (904) 656-8298
City State Zip Phone

CORPORATION(S) NAME

54

500001451
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*****70.00 *****70.00

Buckhead Strategic Corp

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|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of H.A. |
| <input type="checkbox"/> Restatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call # Problem | <input type="checkbox"/> CUS / G/S |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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W.P. Verifier

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File 1st

**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. BUCKHEAD STRATEGIC CORP.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. Delaware
(State or country under the law of which it is incorporated)
3. November 9, 1994
(Date of Incorporation)
4. Perpetual
(Duration)
5. 58-2143988
(Federal Employer Identification number, if applicable)
6. Upon qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. c/o Equitable Real Estate Investment Management, Inc.
1150 Lake Hearn Drive, Suite 400, Atlanta, Georgia 30342
(Current mailing address)
8. See attached purpose clause
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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9. Officers:

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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.

Registered agent's signature: _____

C T Corporation System

(Officer)

Jennifer F. Aultman, Asst. Secretary

(Typed Name and Title of Officer)

12. 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.

13. [Signature]

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Douglas Brown, Vice President

(Name and capacity of person signing application)

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
BUCKHEAD STRATEGIC CORP.**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Directors of
BUCKHEAD STRATEGIC CORP.**

1. Douglas A. Tibbetts
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
2. Samuel F. Hatcher
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
3. George A. Williams
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
BUCKHEAD STRATEGIC CORP.**

1. Douglas A. Tibbetts, President
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
2. Samuel F. Hatcher, Secretary
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
3. George A. Williams, Treasurer
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
4. Kurt L. Wright, Vice President
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
5. Douglas L. Brown, Vice President, Asst. Secretary
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
6. Evelyn T. Harrington, Assistant Secretary
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
7. Patricia C. Snedeker, Vice President, Controller
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342
8. Peter J. Urdanick, Vice President, Treasurer
1150 Lake Hearn Drive, Suite 400
Atlanta, Georgia 30342

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BUCKHEAD STRATEGIC CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF APRIL, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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