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SMITH, BAKER, WHEELER & FLANNERY  
107 PEACHTREE STREET, N.W.  
ATLANTA, GEORGIA 30309-1040  
(404) 881-0400  
TELECOPIER (404) 881-1040

July 10, 1996

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-07/16/96--01149--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: The American Opportunity Foundation, Inc.

Dear Sir:

Please find enclosed for filing an Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida for The American Opportunity Foundation, Inc.

I have also enclosed a Certificate of Existence for the corporation issued by the Georgia Secretary of State, along with a check in the amount of \$70.00 to cover the cost of filing the Application. Once filing is complete, please forward an acknowledgement of said filing to me at the above listed address. A pre-addressed, stamped envelope is enclosed for your convenience.

Thank you for your assistance in this matter.

Sincerely,

*Darlene Dearing*

Darlene Dearing  
Secretary to Samuel F. Boyte

/dcd  
Enclosures

FILED  
96 JUL 17 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R77



**B. Officers:**

President: Philip J. Kennedy  
Address: 5561 Arundel Drive, N.W.  
Atlanta, Georgia 30327

Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_

Secretary: Jack T. Hammer  
Address: 7133 Bay Drive, PH #4  
Miami Beach, Florida 33141

Treasurer: Philip J. Kennedy  
Address: 5561 Arundel Drive, N.W.  
Atlanta, Georgia 30327

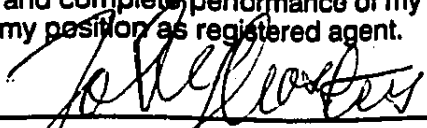
(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: CT Corporation System  
Office Address: 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:   
John J. Masters, Asst. Secy.

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

14. Philip J. Kennedy President  
(Name and capacity of person signing application)

**Secretary of State**  
**Business Information and Services**  
Suite 315, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 961580583  
CONTROL NUMBER : 8313472  
DATE INC/AUTH/FILED : 10/20/1983  
JURISDICTION : GEORGIA  
PRINT DATE : 06/06/1996  
FORM NUMBER : 211

DARLENE DEARING  
127 P'TREE ST NE  
STE 1600  
ATLANTA GA 30303

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF EXISTENCE**

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**THE AMERICAN OPPORTUNITY FOUNDATION, INC.**  
**A DOMESTIC NONPROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE

