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October 31, 1996

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FREDERICK T. STANT, JR.
OF COUNSEL

OUR FILE NUMBER

69-176-000

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Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: National Housing Building Corporation

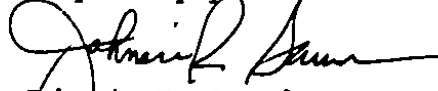
Dear Sir or Madam:

On behalf of the above-referenced corporation, I am enclosing an original and one copy of the completed application for certificate of authority and a certificate of good standing issued by the Virginia State Corporation Commission.

Please file the enclosed application upon receipt. A check in the amount of \$70.00 is enclosed for the filing fee.

If you have any questions regarding this matter, please feel free to contact me.

Very truly yours,


Johnnie R. Saunders
Paralegal

Enclosures
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DIVISION OF CORPORATIONS
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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: National Housing Building Corporation
(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:

Angela Jenkins
(Name of Person)

National Housing Building Corporation
(Firm/Company)

208 Golden Oak Court, Suite 450
(Address)

Virginia Beach, VA 23452
(City/State/Zip)

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DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

Johnsie R. Saunders at (757) 499-8800
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. National Housing Building Corporation
(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. North Carolina
(State or country under the law of which it is incorporated)
3. 54-1753128
(FEI number, if applicable)
4. March 30, 1995
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 208 Golden Oak Court, Suite 450
Virginia Beach, VA 23452
(Current mailing address)
8. own and operate real estate investments
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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.


(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 addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box **NOT** acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Robert H. Josephberg

Address: 208 Golden Oak Court, Suite 450

Virginia Beach, VA 23452

Director: Steven B. Sandler

Address: 1224 Diamond Springs Road

Virginia Beach, VA 23455

B. OFFICERS (Street address only- P. O. Box **NOT** acceptable)

President: Robert H. Josephberg

Address: 208 Golden Oak Court, Suite 450

Virginia Beach, VA 23452

Vice President: Bradley P. Dolbec

Address: 208 Golden Oak Court, Suite 450

Virginia Beach, VA 23452

Secretary: Bradley P. Dolbec

Address: same as above

Treasurer: Joseph H. Josephberg

Address: same as above

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. _____

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 8 1984

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

National Housing Building Corporation

Item 12

Additional Officer:

**E. V. Hoffman
Vice President
208 Golden Oak Court, Suite 450
Virginia Beach, VA 23452**

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DIVISION OF CORPORATIONS
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STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

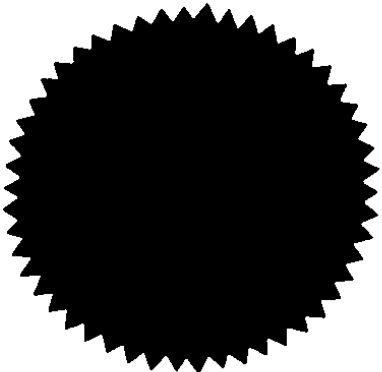
I, **JANICE H. FAULKNER**, *Secretary of State of the State of North Carolina*, do hereby certify that

NATIONAL HOUSING BUILDING CORPORATION

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 30th day March, 1995, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of August, 1996.



Janice H. Faulkner
Secretary of State

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