

F980 00002857

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PEEBLES ATLANTIC DEVELOPMENT CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

600002510206--6
-05/04/98--01121--002
*****78.75 *****78.75

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:

ALEXANDER I. TACHMES, Esq.
(Name of Person)
PEEBLES ATLANTIC DEVELOPMENT CORPORATION
(Firm/Company)
100 SE 2ND ST., SUITE 4650
(Address)
MIAMI, FL 33131
(City/State/Zip)

W98-10009
P. 603

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-05/20/98--01054--008
***1150.00 ***1150.00

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

ALEXANDER I. TACHMES at (305) 995-5350
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 MAY 20 AM 11:57

FILED

WLS/20



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1998

ALEXANDER I. TACHMES, ESQUIRE
PEEBLES ATLANTIC DEVELOPMENT CORPORATION
100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

SUBJECT: PEEBLES ATLANTIC DEVELOPMENT CORPORATION
Ref. Number: W98000010009

We have received your document for PEEBLES ATLANTIC DEVELOPMENT CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 498A00024531

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. PEEBLES ATLANTIC DEVELOPMENT 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. DISTRICT OF COLUMBIA
(State or country under the law of which it is incorporated)
3. 52-1878092
(FEI number, if applicable)
4. 2/8/94
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. FEBRUARY 1, 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131
(Current mailing address)

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8. Real estate development, acquisition and/or operation of businesses, enter into contracts, engage in commerce regarding real and personal property
(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: ALEXANDER I. TACHMES
Office Address: 100 SE 2ND ST., SUITE 4650
MIAMI, Florida, 33131
(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: R. Donahue Peebles

Address: 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

Director: Katrina Peebles

Address: 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

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

President: R. Donahue Peebles

Address: 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

Vice President: Katrina Peebles

Address: 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

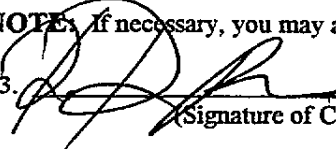
Secretary: Katrina Peebles

Address: 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

Treasurer: Amy Powers

Address: 100 SE 2ND ST., SUITE 4650
MIAMI, FL 33131

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. R. Donahue Peebles, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



CERTIFICATE

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TALLAHASSEE FLORIDA

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 8TH day of FEBRUARY, 1994, Articles of Incorporation of:
PEEBLES ATLANTIC DEVELOPMENT CORPORATION

WE FURTHER CERTIFY that the above named corporation is in Good Standing and is duly incorporated and existing according to the records of the Corporations Division, having filed all annual reports as required by the District of Columbia Business Corporation Act.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 2ND day of MARCH 1998.

W. David Watts
Director

Patricia A. Montgomery
Administrator
Business Regulation Administration


Desiree M. Jones
Act. Asst. Superintendent of Corporations
Corporations Division

Marion Barry, Jr.
Mayor