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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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-06/15/99--01069--006
*****8.75 *****8.75

CORPORATION(S) NAME

500002905625--1
-06/15/99--01069--005
*****70.00 *****70.00

Lincoln No. 2340, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

06/15/99

FILE FIRST
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
CORPORATION DIVISION

99 JUN 15 PM 2:23

RECEIVED

JUN 15 1999

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DIVISION OF CORPORATIONS
99 JUN 15 PM 3:24

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. Lincoln No. 2340, Inc.
(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. Texas applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6-11-1999 5. Perpetual
(Date of Incorporation) (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. P. O. Box 1920, Dallas, Texs 75221
(Current mailing address)

8. Real Estate Development and Management
(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: CT 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.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(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.

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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: Mack Pogue

Address: 500 N. Akard, Suite 3300
Dallas, Texas 75201

Vice Chairman: _____

Address: _____

Director: Mack Pogue

Address: 500 N. Akard, Suite 3300
Dallas, Texas 75201

Director: Timothy Byrne

Address: 500 N. Akard, Suite 3300
Dallas, Texas 75201

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

President: Timothy Byrne

Address: 500 N. Akard, Suite 3300, Dallas, Texas 75201

Vice President: Dan Jacks

Address: 500 N. Akard, Suite 3300, Dallas, Texas 75201

Secretary: Nancy A. Davis


Address: 500 N. Akard, Suite 3300, Dallas, Texas 75201

Treasurer: Nancy A. Davis

Address: 500 N. Akard, Suite 3300, Dallas, Texas 75201

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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. Dan Jacks, Vice President
(Typed or printed name and capacity of person signing application)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

Lincoln No. 2340, Inc.

Additional Officers

Section 12. - continued

Vice President: Charles O. Shallot
3159 Royal Drive, Suite 200
Alpharetta, GA 30022

Vice President: Todd M. Farrell
3150 Royal Drive, Suite 200
Alpharetta, GA 30022

Vice President: Todd Andersen
3150 Royal Drive, Suite 200
Alpharetta, GA 30022

Asst Secretary: Leigh Ann Everett
500 N. Akard, Suite 3300
Dallas, Texas 75201

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

LINCOLN NO. 2340, INC.
File No. 1537835

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on June 14, 1999.*



Elton Bomer
Secretary of State

BAM