

M98 000 000 413

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Premium Services Management, LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

200002458402--9
-04/27/98--01061--001
*****215.00 *****215.00

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:

Vic Coopland
(Name of Person)
Premium Services Management, LLC
(Firm/Company)
3465 N. Desert Drive, #400
(Address)
Atlanta, GA 30344
(City/State/Zip)

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

200002458402--9
-03/16/98--01107--003
*****70.00 *****70.00

Vic Coopland at (404) 767-5600
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

| | | |
|--|---|-----------------------|
| Qualification/Tax Lien Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 | Name Availability Section Document Examiner | <i>KWM</i> KWM |
| | Updater | KWM |
| | Updater Verifier | KWM |
| | Acknowledgement | KWM |
| | W. P. Verifier | KWM |

MAILING ADDRESS:

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

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DIVISION OF CORPORATIONS
98 APR 28 PM 1:54

M98-413
~~698-6028~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 18, 1998

VIC COOPLAND

3465 N. DESERT DRIVE, #400
ATLANTA, GA 30344

SUBJECT: PREMIUM SERVICES MANAGEMENT, LLC
Ref. Number: W98000006088

We have received your document for PREMIUM SERVICES MANAGEMENT, LLC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The attached document is used for a corporate entity not a limited liability company.,

The fee to file the enclosed annual report is \$285.00. If a certificate of status is desired, please add an additional \$8.75. The basic annual report filing fee is figured at the rate of \$7.00 per thousand on the actual capital contributions plus a supplemental fee of \$88.75 pursuant to S.607.193, Florida Statutes, effective 1/1/98. Therefore, the total amount due to file a limited partnership annual form on or after January 1, 1998, shall be no less than \$141.25 (\$52.50 + \$88.75) and no more than \$526.25 (\$437.50 + \$88.75).

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 198A00014716

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Premium
ISM
Services Management

March 30, 1998

Ms. Kenny Manning
Corporate Specialist
Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Re: W98000006088

Dear Ms. Manning:

Enclosed is the application for a foreign limited liability company and a check in the amount of \$215.00 (\$285.00 - \$70.00 which was processed previously).

Sincerely,



Vic Coopland
Vice President

Encl.

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Premium Services Management, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Georgia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 582259104
(FEI number, if applicable)
4. June 7, 1998
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Has not transacted business in Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3465 N. Desert Drive, #400
Atlanta, GA 30344
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

| NAME & ADDRESS: | TITLE: | NAME & ADDRESS: | TITLE: |
|---------------------------------|-------------|-----------------|--------|
| <u>Leonard Golden</u> | <u>MGRM</u> | _____ | _____ |
| <u>3465 N. Desert Dr. #400</u> | | _____ | |
| <u>Atlanta, GA 30344</u> | | _____ | |
| <u>Janice Golden</u> | <u>MGRM</u> | _____ | _____ |
| <u>3465 N. Desert Dr. #400</u> | | _____ | |
| <u>Atlanta, GA 30344</u> | | _____ | |
| <u>David Gamsey</u> | <u>MGRM</u> | _____ | _____ |
| <u>3353 Peachtree Rd. #1120</u> | | _____ | |
| <u>Atlanta, GA 30326</u> | | _____ | |

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Premium Services Management, LLC

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Rd.

Florida street address (P.O. Box **NOT** ACCEPTABLE)

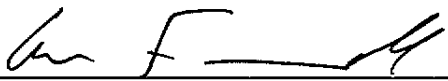
Plantation

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)

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STATE
SECRETARY OF CORPORATIONS
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Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

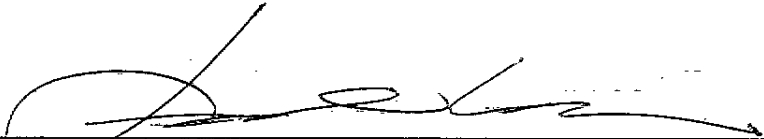
The undersigned member or authorized representative of a member of _____
Premium Services Management, LLC certifies:

- 1) the above named limited liability company has at least two members;

- 2) the total amount of cash contributed by the member(s) is \$ 50,000;

- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0;
(A description of the property is attached and made a part hereto.)
and

- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 50,000.
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Leonard Golden, President and CEO

Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 980610260
CONTROL NUMBER : 9617787
DATE INC/AUTH/FILED: 06/07/1996
JURISDICTION : GEORGIA
PRINT DATE : 03/02/1998
FORM NUMBER : 211

VIC COOPLAND
3465 NORTH DESERT DR.
STE. 400
ATLANTA GA 30344

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PREMIUM SERVICES MANAGEMENT, LLC
A GEORGIA LIMITED LIABILITY COMPANY

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

