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Requester's Name

FROM LAW OFFICES:
EICHENBAUM, LILES & HEISTER, P.A.
124 W. CAPITOL AVENUE, STE. 1400
LITTLE ROCK, AR 72201-3736

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 30 PM 9:16

FILED

- Walk in Pick up time _____
- Mail out Will wait Photocopy
- Certified Copy
- Certificate of Status

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9/1

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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-06/29/00--01055--005
*****78.75 *****78.75

W-17021

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

TRANSMITTAL LETTER

FT

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Warmack Florida Enterprises, Inc.
(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 issue your certificate of status. We enclose check for \$78.75.

Please return all correspondence concerning this matter to the following:

Joe A. Polk
(Name of Person)
Eichenbaum, Liles, & Heister, P.A.
(Firm/Company)
124 West Capitol, Suite 1400
(Address)
Little Rock, AR 72201-3736
(City/State/Zip)

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

Joe A. Polk at (501) 376-4531
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

STREET 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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 6, 2000

EICHBAUM, LILES & HEISTER
124 W. CAPITOL AVE., STE 1400
LITTLE ROCK, AR 72201-3736

SUBJECT: WARMACK FLORIDA ENTERPRISES, INC.
Ref. Number: W00000017021

We have received your document for WARMACK FLORIDA ENTERPRISES, INC. 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/uniform business 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/uniform business report and penalty fees is \$5815.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, 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 notarized 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, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 800A00037513

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BRUCE R. ABERNETHY, JR., P.A.

ATTORNEY AT LAW
900 VIRGINIA AVENUE
PROFESSIONAL CENTRE, SUITE 6
FORT PIERCE, FLORIDA 34982
E-MAIL bruceapa@aol.com

TELEPHONE (561) 489-4901

TELEFAX (561) 489-4902

August 29, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Michael Mays

Re: Your Letter No. 800A00037513
Subject: Warmack Florida Enterprises, Inc.
Your Reference No. W00000017021

Dear Mr. Mays:

This office has been retained to represent Warmack Florida Enterprises, Inc. with respect to certain of its Florida related legal matters. We have been provided with a copy of your correspondence to Eichenbaum, Liles, and Heister, being the counsel to Warmack Florida Enterprises, Inc., an Arkansas corporation, relative to the recent filing by Warmack Florida Enterprises, Inc. of an Application by Foreign Corporation for Authorization to Transact Business in the State of Florida.

The Corporation has been operating in Florida with the understanding that its activities (ownership of real property in St. Lucie County, Florida) did not require filing for Authorization to Transact Business in Florida pursuant to Florida Statutes Section 607.1501(2)(m).

We would request that your Department consider waiving or abating the penalty which has been assessed, whereupon the delinquent annual fees in the amount of \$815 will be promptly paid.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 29, 2000
Page 2

We would appreciate your prompt response to this request to waive or abate the penalty which has been assessed.

Sincerely,



Bruce R. Abernethy, Jr.

BRA/jlb
cc: Gary Liles, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Warmack Florida Enterprises, 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. Arkansas (State or country under the law of which it is incorporated) 3. 71-0684774 (FEI number, if applicable)

4. September 14, 1989 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. September 12, 1995 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

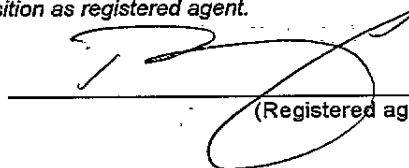
7. 650 Central Mall
Texarkana, TX 75503-2497
(Current mailing address)

8. Ownership, management & rentals of shopping center
(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: Bruce R. Abernethy, Jr.
Office Address: 900 Virginia Ave., Suite 6
Fort Pierce, Florida, 34982
(Zip Code)

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TALLAHASSEE FLORIDA

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: Ed Warmack

Address: 650 Central Mall
Texarkana, TX 75503-2497

Vice Chairman: _____

Address: _____

Director: John Warmack

Address: 650 Central Mall
Texarkana, TX 75503-2497

Director: George Warmack

Address: 650 Central Mall
Texarkana, TX 75503-2497

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

President: Ed Warmack

Address: 650 Central Mall
Texarkana, TX 75503-2497

Vice President: John Warmack

Address: 650 Central Mall
Texarkana, TX 75503-2497

Secretary: George Warmack

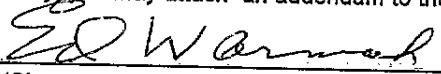
Address: 650 Central Mall
Texarkana, TX 75503-2497

Treasurer: George Warmack

Address: 650 Central Mall
Texarkana, TX 75503-2497

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TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

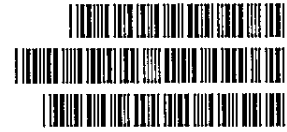
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ed Warmack, President and Chairman
(Typed or printed name and capacity of person signing application)



Sharon Priest
SECRETARY OF STATE

State of Arkansas SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF A DOMESTIC CORPORATION

I, Sharon Priest, Secretary of State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

WARMACK FLORIDA ENTERPRISES, INC.

a corporation chartered under the laws of the State of Arkansas, filed Articles of Incorporation September 14, 1989.

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and affixed my Official Seal. Done in my office in the City of Little Rock, Arkansas this 10th day of May 2000.

Sharon Priest

Sharon Priest, Secretary of State

by:

Devin Morrow

D E Morrow

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00 MAY 30 PM 9:16
SECRETARY OF STATE
MALLARDSSSE, FLORIDA

C-2/Rev 10-1-88