

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-1171
904-222-1171 FAX

800-342-8086

B96000000377



ACCOUNT NO. : 072100000032

REFERENCE : 091100 4814233

AUTHORIZATION :

COST LIMIT : *Patricia Piggett*

ORDER DATE : September 19, 1996

ORDER TIME : 10:50 AM

ORDER NO. : 091100

CUSTOMER NO: 4814233

CUSTOMER: Peggy Bailey, Esq
Morris Manning & Martin
1600 Atlanta Financial Center
3343 Peachtree Road, N. E.
Atlanta, GA 30326

*File
Znd*
100001956671

FOREIGN FILINGS

W9600020257

NAME: CLAYTON-TARA, L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 25 PM 4:10

W96
9/25/96

Florida Department of State, Sandra B. Mortham, Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. CLAYTON-TARA, L.P.
(Name of limited partnership as it is in the home state)
2. CLAYTON-TARA, L.P., LTD.
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")
3. Georgin 4. 8/6/93
(State of Formation) (Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street
(Street Address of Registered Office)
- Tallahassee, Florida 32301
(City) (Zip Code)

FILED
STATE
SECRETARY OF
CORPORATIONS
DIVISION
96 SEP 25 PM 4:10

7. Acceptance by the Registered Agent for Service of Process.

Corporation Service Company
By Karen B. Rozar Karen B. Rozar, As Agent
(Agent must sign on this line)

8. Suite 105, 2550 Heritage Ct., N.W., Atlanta, Georgia 30339
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Whitman Investment Co., Inc.

Suite 105, 2550 Heritage Ct., N.W.
Atlanta, Georgia 30339

10. Suite 105, 2550 Heritage Ct., N.W., Atlanta, Georgia 30339
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

CONTINUED

12. Suite 105, 2550 Heritage Ct., N.W., Atlanta, Georgia 30339

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This day of 24th, September, 19 96

WHITMAN INVESTMENT CO., INC., General Partner

By: *Howe D. Whitman*

General Partner
Howe D. Whitman, President

STATE OF Georgia

COUNTY OF Fulton

On this 24th day of September, 19 96, Howe D. Whitman

personally appeared before me,



who is personally known to me



whose identity I proved on the basis of a valid Georgia
drivers license

Peggy J. Bailey

(Notary Public Signature)

Peggy J. Bailey

(Notary's Printed Name)

Seal

My Commission Expires: _____

NOTARY PUBLIC, FULTON COUNTY, GEORGIA
MY COMMISSION EXPIRES JUNE 12, 1998

FILED STATE'S
SECRETARY OF CORPORATIONS
96 SEP 29
PM 4:10

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Howe D. Whitman, an President of Whitman Investment Co., Inc.,
a general partner of CLAYTON-TARA, L.P., a (an) Georgian limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,352,825.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,352,825.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 24th day of September, 19 96.

WHITMAN INVESTMENT CO., INC., General Partner

By: [Signature]

Howe D. Whitman, President

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 SEP 25 PM 4:10

STATE OF Georgia

COUNTY OF Fulton

On this 24th day of September, 19 96, Howe D. Whitman

personally appeared before me,

☐ who is personally known to me

☒ whose identity I proved on the basis of a valid Georgia drivers license

[Signature]
(Notary Public Signature)

Peggy J. Bailen
(Notary's Printed Name)

Seal

My Commission Expires: _____

B96000000377

HERITAGE EQUITIES INCORPORATED
P.O. Box 725589
Atlanta, Georgia 31139

City/State/Zip

Phone #

Office Use Only

FILED
97 SEP -5 PM 1:35
TALLAHASSEE, FLORIDA

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

1. Clayton - Tara, L.P. CM
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

500002288135-- 6
-09/05/97--01057--003
****140.00 ****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership organized under the laws of the state of Georgia, submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Clayton-Tarn, L.P.
Name of the limited partnership
2. 9/25/96
Date of filing/registration in Florida
3. B9600000377
Document number assigned

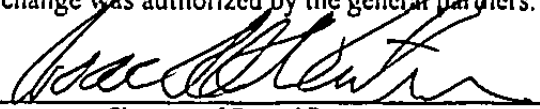
4. The name and address of the present registered agent and office:

Corporation Service Company
Karen B. Rozar, Agent
1201 Jayes Street, Suite 105, Tallahassee, FL 32301

5. The name and street address of the successor registered agent and office: (P.O. Box not acceptable)

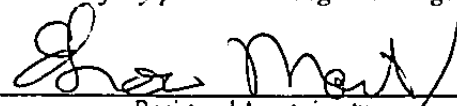
E. Snow Martin, Esq.
200 Lake Morton Dr.
Lakeland, Florida 33802

Such change was authorized by the general partners.


Signature of General Partner

8/25/97
Date

Having been named as registered agent and to accept service of process for the above stated limited partnership 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Registered Agent signature

August 28, 1997
Date

Filing Fee: \$35.00

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