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DAVIS, MATTHEWS & QUIGLEY, P.C.

ATTORNEYS AT LAW
FOURTEENTH FLOOR LENOX TOWERS II
3400 PEACHTREE ROAD, NORTHEAST
ATLANTA, GEORGIA
30326

404/261-3900
TELECOPIER: 404/261-0159

November 10, 1997

FILED
97 DEC 10 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: HSI Jax, LP

600002344226--6
-11/12/97-01026-003
*****87.50 *****87.50

Dear Sir/Madam:

Enclosed please find the following documents for filing with regard to the above referenced limited partnership:

1. Application by Foreign Limited Partnership to Transact Business in Florida; and
2. Affidavit of Capital Contributions for Foreign Limited Partnership.

I have also enclosed an original Certificate of Existence issued by the Georgia Secretary of State and our firm's check in the amount of \$87.50 to cover the costs of filing the above listed documents.

If there are any questions, please contact me at 404/261-3900. Upon approval of the application, please send the acknowledgment to me at the above referenced address.

Thank you for your assistance in this matter.

Sincerely,


Bradley J. Denson

BJD/klh

Enclosures

cc: William O. Henderson
J. Michael Harrison, Esq.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1997

BRADLEY J. DENSON
DAVIS, MATHEWS & QUIGLEY, P.C. ATTY AT L
3400 PEACHTREE RD., N.E
ATLANTA, GA 30326

SUBJECT: HSI JAX, LP
Ref. Number: W97000025669

97 DEC 10 AM 10:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HSI JAX, LP and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms 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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 997A00054574

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

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

1. HSI Jax, LP
(Name of limited partnership as it is in the home state)

2. _____
(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.")

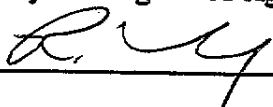
3. Georgia 4. 9/25/97
(State of Formation) (Date of Formation)

5. Ralph Shaw *
(Name of Registered Agent for Service of Process)

c/o Skyline Realty Services
6. 601 Riverside Avenue, Building 2, Suite 650
(Street Address of Registered Office)

Jacksonville, Florida 32204
(City) (Zip Code)

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


(Agent must sign on this line)

8. c/o Davis, Matthews & Quigley, 3400 Peachtree Rd., Ste. 1400, Atlanta, GA 30326
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

M47-826
Southern Property Investors, LLC

c/o Curry/Carter & Associates

d/b/a Southern Property Investors
of Georgia, LLC

4320 Roswell Road, N.E.
Atlanta, Georgia 30342

10. 4320 Roswell Road, N.E., Atlanta, Georgia 30342
(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. 4320 Roswell Road, N.E., Atlanta, Georgia 30342

(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 6th, November, 19 97

Southern Property Investors, LLC d/b/a Southern Property Investors
of Georgia, LLC
By: William O. Henderson
William O. Henderson, Member

STATE OF Georgia

COUNTY OF Douglas

On this 6th day of November, 19 97, William O. Henderson

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Heather Bachtel
(Notary Public Signature)

Heather Bachtel
(Notary's Printed Name)

Seal

My Commission Expires: Notary Public, Douglas County, Georgia
My Commission Expires Aug. 12, 2001

*The Secretary of State is appointed the agent of the foreign limited partnership for service of process if an agent's authority has been revoked or the agent cannot be found or served with the exercise of reasonable diligence.

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED
PARTNERSHIP**

BEFORE ME the undersigned personally appeared William O. Henderson,
member of the
a general partner of HSI Jax, LP, *a (an)* Georgia *limited partnership,*
hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 200,049.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 7,500.

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 6th day of November, 19 97.

Southern Property Investors, LLC d/b/a Southern Property Investors
of Georgia, LLC
By: William O. Henderson
William O. Henderson, Member

FILED
97 DEC 10 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Georgia

COUNTY OF Douglas

On this 6th day of November, 19 97, William O. Henderson

personally appeared before me, ☒ who is personally known to me
☐ whose identity I proved on the basis of _____

Heather Bachtel
(Notary Public Signature)
Heather Bachtel
(Notary's Printed Name)

Seal

Notary Public, Douglas County, Georgia
My Commission Expires: Aug 12, 2001