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Jere A. Henderson

P. O. Box 407

Troy, Alabama 36081

contact person + acknowledgment  
334-566-1870

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-12/10/99-01071-001

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Leah Prescott

Henderson + Sons Inc

P O Box 407

Troy AL 36081

MJH

Leah Prescott

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 DEC -8 AM 9:12

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

1. Henderson Timberlands, Ltd.  
(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. Alabama 4. 9/81  
(State of Formation) (Date of Formation)

5. William B Watson III  
(Name of Registered Agent for Service of Process)

6. 527 East University Ave  
(Street Address of Registered Office)  
Gainesville, Florida 32601  
(City) (Zip Code)

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

William B Watson III  
(Agent must sign on this line)

8. 901 South Three Notch Street  
Troy AL 36079  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Henderson + Sons Inc. 901 S Three Notch St  
Troy AL 36079

10. 901 South Three Notch Street, Troy AL 36079  
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

99 DEC -8 AM 9:12  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

12. 901 S Three Notch Street (P.O. Box 407)  
Troy AL 36079 36081  
(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.

Signed this 15<sup>th</sup> day of November, 19 99

Leah R. Prescott  
President of Henderson Sons Inc. General Partner  
STATE OF Alabama

COUNTY OF Crenshaw

On this 15 day of November, 19 99

Leah R. Prescott personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Melissa S. Bush  
(Notary Public Signature)

Melissa S. Bush  
(Notary's Printed Name)

Seal

My Commission Expires:

MY COMMISSION EXPIRES AUG. 1, 2001

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

BEFORE ME the undersigned personally appeared Leah Prescott, as President of Henderson + Sons Inc.  
a general partner of Henderson Timberlands, Ltd, a (an) Alabama  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ -0-.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ -0-.

*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.*

Signed this 15<sup>th</sup> day of November, 19 99.

Leah Prescott  
Leah Prescott General Partner  
President of Henderson + Sons Inc.

STATE OF Alabama

COUNTY OF Pike

On this 15<sup>th</sup> day of November, 19 99,

Leah Prescott, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Melissa S. Bush  
(Notary Public Signature)

Melissa S. Bush  
(Notary's Printed Name)

Seal

My Commission Expires: MY COMMISSION EXPIRES AUG. 1, 2001