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ACCOUNT NO. : 072100000032

REFERENCE : 677531 7212200

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 27, 2000

ORDER TIME : 9:58 AM

ORDER NO. : 677531-005

CUSTOMER NO: 7212200

CUSTOMER: Nikhil R. Prabhu, Esq
Nikhil R. Prabhu, Esq
Suite 150
1820 The Exchange
Atlanta, GA 30339

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-04/27/00-01045-011
*****78.75 *****78.75

FOREIGN FILINGS

NAME: SHALIMAR GARDENS APTS., INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 27 PM 2:18

RECEIVED
00 APR 27 AM 10:51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Bj
4/27

**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. SHALIMAR GARDENS APTS., 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. GEORGIA
(State or country under the law of which it is incorporated)

3. APPLIED FOR
(FEI number, if applicable)

4. 2/24/2000
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1959 FIELDS POND DRIVE
MARIETTA, GA 30068
(Current mailing address)

8. SALE, PURCHASE & OPERATION OF REAL ESTATE
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
AND ANY LAWFUL ACTIVITY.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

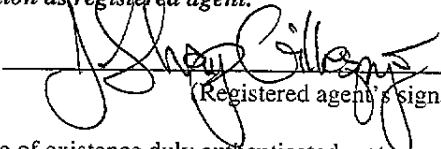
Name: JOHN SHARP GILLESPIE, V

Office Address: 100 8th AVENUE

SHALIMAR, Florida, 32579
(Zip code)

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)

FILED
SECRETARY OF CORPORATIONS
00 APR 27 PM 2:18

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: JOHN SHARP GILLESPIE, V

Address: 100 8th Ave
SHALIMAR, FL 32579

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

100 APR 27 PM 2:18
DIVISION OF CORPORATIONS
STATE OF FLORIDA

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

President: JOHN SHARP GILLESPIE, V

Address: 100 8th Ave
SHALIMAR, FL 32579

Vice President: _____

Address: _____

Secretary: JOHN SHARP GILLESPIE, V

Address: 100 8th Ave
SHALIMAR, FL 32579

Treasurer: _____

Address: _____

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

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

14. JOHN SHARP GILLESPIE, V
(Typed or printed name and capacity of person signing application)

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 001161297
CONTROL NUMBER : 0009544
DATE INC/AUTH/FILED: 02/24/2000
JURISDICTION : GEORGIA
PRINT DATE : 04/25/2000
FORM NUMBER : 211

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 27 PM 2:18

NICK R. PRABHU
1820 THE EXCHANGE
SUITE 150
ATLANTA, GA 30339

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

SHALIMAR GARDENS APTS., INC. A DOMESTIC PROFIT CORPORATION

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.



Cathy Cox

Cathy Cox
Secretary of State