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ACCOUNT NO. : 072100000032
REFERENCE : 609886 4322190
AUTHORIZATION : *Patricia Pigeto*
COST LIMIT : \$ 70.00

FILED
01 OCT -2 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 24, 2001

ORDER TIME : 2:23 PM

ORDER NO. : 609886-015

CUSTOMER NO: 4322190

CUSTOMER: Ms. Doris Upton
Plattner, Schneidman &
1707 E. Highland
Suite #190
Phoenix, AZ 85016

B

300004620549--9

FOREIGN FILINGS

NAME: PARKWAY RESIDENTIAL INC.

XXXX QUALIFICATION (TYPE: CO)

RECEIVED
01 OCT -2 PM 3:11
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

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

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FLORIDA
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1. PARKWAY RESIDENTIAL DEVELOPMENT, 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. Texas
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 9/25/2001
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3210 Beltline Road, Suite 140, Dallas, Texas 75234
(Principal office address)
3210 Beltline Road, Suite 140, Dallas, Texas 75234
(Current mailing address)
8. Development of residential real property
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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.

Corporation Service Company

Laura R. Dyer

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Robert E. Woolley, President
(Typed or printed name and capacity of person signing application)

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PARKWAY RESIDENTIAL DEVELOPMENT, INC.

Directors:

Robert E. Woolley
3210 Beltline Rd., #140
Dallas, Texas 75234

Michael R. Greenwald
3638 E. Redfield Court
Gilbert, Arizona 85234

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TALLAHASSEE, FLORIDA

Officers:

Robert E. Woolley – President/Secretary/Treasurer
3210 Beltline Rd., #140
Dallas, Texas 75234

Michael R. Greenwald – Vice President
3638 E. Redfield Court
Gilbert, Arizona 85234

49760-08-rider-dau

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Henry Cuellar
Secretary of State

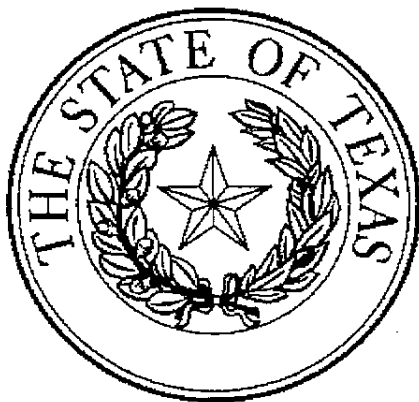
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for PARKWAY RESIDENTIAL DEVELOPMENT, INC. (filing number: 800014470), a Domestic Business Corporation, was filed in this office on September 25, 2001.

It is further certified that the entity status in Texas is active.

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01 OCT 2001 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 27, 2001.



A handwritten signature of Henry Cuellar in cursive script.

Henry Cuellar
Secretary of State