

F95000003627

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

600001547316

-07/27/95--01032--018

*****70.00 *****70.00

Call America Properties Fund, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ Certified Copy

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CR2E031 (1-89)

**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. CNL American Properties Fund, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. Maryland
(State or country under the law of which it is incorporated)

3. MAY 2, 1994
(Date of Incorporation)

4. Perpetual
(Duration)

5. 59-3239115
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 400 East South Street, Suite 500, Orlando, Florida 32801
(Current mailing address)

8. The owner or lessor of real estate property
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: James M. Seneff, Jr.

Address: 400 East South Street, Suite 500
Orlando, Florida 32801

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. Officers:

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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: _____

C T Corporation System

Tanya M. Villar

(Officer)

~~SPECIAL ASSISTANT SECRETARY~~

(Typed Name and Title of Officer)

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Lynn E. Rose, Secretary

(Name and capacity of person signing application)

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
CNL American Properties Fund, Inc.**

1. Robert A. Bourne
400 East South Street, Suite 500
Orlando, Florida 32801
2. James M. Senoff, Jr.
400 East South Street, Suite 500
Orlando, Florida 32801
3. Richard Huseman
400 East South Street, Suite 500
Orlando, Florida 32801
4. Richard Hostetler
400 East South Street, Suite 500
Orlando, Florida 32801
5. Joseph Kruse
400 East South Street, Suite 500
Orlando, Florida 32801

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
CNL American Properties Fund, Inc.**

1. Robert A. Bourns, President
400 East South Street, Suite 500
Orlando, Florida 32801
2. James M. Senoff, Jr., Chief Executive Officer
400 East South Street, Suite 500
Orlando, Florida 32801
3. Jeanne A. Wall, Executive Vice President
400 East South Street, Suite 500
Orlando, Florida 32801
4. Edgar J. McDougall, Executive Vice President
400 East South Street, Suite 500
Orlando, Florida 32801
5. Lynn E. Rose, Secretary/Treasurer & Chief Financial Officer
400 East South Street, Suite 500
Orlando, Florida 32801
6. John Walker, Chief Operating Officer
400 East South Street, Suite 500
Orlando, Florida 32801

STATE OF MARYLAND

378635

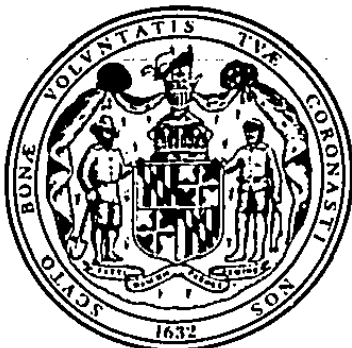
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 27 PM 1:08

I, LEAH HAMM-CURRY OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT CNL AMERICAN PROPERTIES FUND, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 25TH DAY OF JULY, 1995.

Leah Hamm-Curry
LEAH HAMM-CURRY
OFFICE SUPERVISOR II