

F95000005666

ANDERSON MANAGEMENT, INC.

105 HILLCREST ROAD
SUITE F2
MOBILE, ALABAMA 36695

October 26, 1995

Ava Watson, Corporate Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Letter Number: 995A00044418

Dear Ms. Watson:

Enclosed are the application, certification from the State of Alabama, and \$70.00 registration fee to register Anderson Management, Inc. as a foreign profit corporation to transact business in Florida.

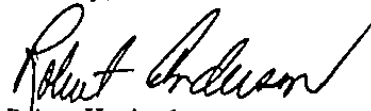
The only business that Anderson Management, Inc. conducts in Florida is the management of a 112-unit apartment complex located in Pensacola, Florida, named Northwoods III Apartments, Ltd. D/B/A Windgate Apartments. I am a co-general partner and owner of these apartments.

Also enclosed in the 1996 Limited Partnership Annual Report with a check for \$455.15.

If you need more information, please contact me.

Thank you very much for all your help in this matter.

Sincerely,


Robert H. Anderson
RA/alk

This corporation has been designated
as registered agent of # A18127
since 12/17/91 - No penalties
per Lyn Turley
+k 11/6/95

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-11/27/95--01006--016
*****70.00 *****70.00
900001644789
-11/27/95--01006--016
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 20 PM 1:47

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Anderson Management, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robert H. Anderson
(Name of Person)

Anderson Management, Inc.
(Firm/Company)

1055 Hillcrest Road, Suite F-2
(Address)

Mobile, AL 36695
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Robert H. Anderson at (334) 633-5085
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

November 6, 1995

ROBERT H. ANDERSON
ANDERSON MANAGEMENT, INC.
1055 HILLCREST RD, SUITE F-2
MOBILE, AL 36695

SUBJECT: ANDERSON MANAGEMENT, INC.
Ref. Number: W95000022042

We have received your document for ANDERSON MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation may not serve as its own registered agent. Please designate an individual, another active domestic corporation, or a foreign corporation authorized to transact business within this state, having a Florida street address identical with that of the registered office.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

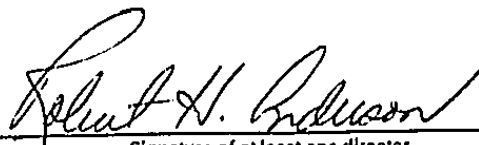
Letter Number: 295A00049501

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Robert H. Anderson, do hereby certify that this Resolution of the Board of Directors of Anderson Management, Inc., a corporation duly organized and existing under the laws of the State of Alabama, was duly adopted on November 1, 1995.

Resolved, that Anderson Management, Inc., organized and existing in the State of Alabama, hereby adopts the name Florida - Anderson Management, Inc. for use in Florida.

Dated: November 1, 1995



Signature of at least one director
Robert H. Anderson
Chairman

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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. Anderson Management, 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. Alabama
(State or country under the law of which it is incorporated)
3. 63-0984722
(FBI number, if applicable)
4. 8-26-88
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 2-1-90
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.))

7. Anderson Management, Inc.
1055 Hillcrest Road, Suite F-2 Mobile, AL 36691
(Current mailing address)
8. Apartment Management and Leasing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: Hersellie Montgomery
- Office Address: 4041 East Olive Road
- Pensacola, Florida, 32514
(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.

Hersellie Montgomery
(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)

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

Chairman: Robert H. Anderson

Address: 5609 Thomas Jefferson Court, Mobile, AL 36693

Vice Chairman: none

Address: _____

Director: none

Address: _____

Director: none

Address: _____

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

President: Robert H. Anderson

Address: 5609 Thomas Jefferson Court
Mobile, AL 36693

Ex. Vice President: Virginia Kramer

Address: 1685 Knollwood Drive
Mobile, AL 36609


Secretary: Robert H. Anderson

Address: Same as above

Treasurer: Robert H. Anderson

Address: Same as above

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 H. Anderson, Chairman
(Typed or printed name and capacity of person signing application)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Anderson Management, Inc., a close corporation incorporated in Mobile County, Mobile, Alabama on August 26, 1988. I further certify that the records do not disclose that said Anderson Management, Inc., a close corporation has been dissolved.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 20 PM 1:47

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 20, 1995

Date

Jim Bennett

Jim Bennett

Secretary of State

F95 000005666

ANDERSON MANAGEMENT, INC.

793 PICCADILLY SQUARE DRIVE
SUITE B
MOBILE, ALABAMA 36609

(334) 343-3388
FAX (334) 343-9939

October 14, 1996

Hart Collins
Senior Corporate Section Administrator
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314


RE: Florida Anderson Management, Inc.
Ref. Number W95000022042

Dear Mr. Collins:

Attached is a change in Registered Agent for Anderson Management, Inc. to transact business in Florida.

If you need more information, please contact me. Thank you very much.

With Best Regards,


Robert H. Anderson
President

RHA/jab
attachment

*Change of Principal Office
sent change of RA form
1/2 10/18*