

F-96000001143

TODD A. STENZIOY
Holland and Knight

(Requestor's Name)
315 South Callahan Street Suite 600

(Address)
Tallahassee, Florida 32302

(City, State, Zip) (Phone #)

OFFICE USE ONLY

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-003/002/96--011091--001
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Greenwood Partnership, P.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 9 MAR -6 4:11:21

Walk in Pick up time 3:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input checked="" type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials _____

**AMERICAN PUBLIC COMPANY, INC.
CORPORATE RESOLUTION**


Pursuant to section 607.1506(1)(b), Florida Statutes, the undersigned Secretary/Treasurer of AMERICAN PUBLIC COMPANY, INC., a New York corporation (the "Corporation"), hereby certifies that the following is a true and complete copy of the resolution adopted by the Board of Directors of the Corporation on February 23, 1996:

RESOLVED, that the Corporation is hereby authorized to adopt a new name to transact business in the State of Florida,

FURTHER RESOLVED, that the adopted name of the Corporation is:

APC/Corniche, Inc.

IN WITNESS WHEREOF, the undersigned has executed this resolution as of February 23, 1996.



Kevin K. Leong, Vice President

JAX-10090F

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96 MAR - 6 AM 11:34**

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. THE GREENWOOD PARTNERSHIP, P. C.
(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. VIRGINIA
(State or country under the law of which it is incorporated)

3. 94-1460159
(F.I.C. number, if applicable)

4. JUNE, 1988
(Date of Incorporation)

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

6. WAITING FOR FLORIDA SCC APPROVAL
(Date first transacted business in Florida (SEE SECTIONS 607.1301, 607.1302, AND 617.133, F.S.))

7. P. O. BOX 617
901 MAIN ST. LYNCHBURG, VA 24505
(Current mailing address)

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8. ENGINEERING & ARCHITECTURAL CONSULTING FIRM
(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: INTRASTATE REGISTERED AGENT CORPORATION

Office Address: SUITE 3000, 701 BRICKELL AVENUE

MIAMI, Florida, 33131
(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.

INTRASTATE REGISTERED AGENT CORPORATION
BY: [Signature]
(Registered agent's signature)

STEVEN H. HAGEN, VICE-PRESIDENT

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: ****PLEASE SEE ATTACHED SHEET

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: WILLIAM M. GREENWOOD

Address: 263 MCLAWS CIRCLE, SUITE 200

WILLIAMSBURG, VA. 23185

Vice President: N/A

Address: _____

Secretary: MICHAEL E. WATSON

Address: 901 MAIN STREET

LYNCHBURG, VA 24504

Treasurer: MICHAEL E. WATSON

Address: 901 MAIN STREET LYNCHBURG, VA 24504

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

13 Michael E. Watson, Secretary/Treasurer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14 MICHAEL E. WATSON
(Typed or printed name and capacity of person signing application)

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**NAMES AND ADDRESSES OF THE DIRECTORS OF THE
GREENWOOD PARTNERSHIP, P. C.**

William M. Greenwood (Chairman)
263 McLaws Circle
Suite 200
Williamsburg, VA 23185

Michael E. Watson
901 Main Street
Lynchburg, VA 24504

David A. Kincaid
901 Main Street
Lynchburg, VA 24504

Donald P. Manning
901 Main Street
Lynchburg, VA 24504

B. Gordon Watkins, Jr.
901 Main Street
Lynchburg, VA 24504

Randal S. Vaughan
901 Main Street
Lynchburg, VA 24504

Randy G. Parrish
901 Main Street
Lynchburg, VA 24504

William R. Jennings, Jr.
901 Main Street
Lynchburg, VA 24504

Robert H. Unger
901 Main Street
Lynchburg, VA 24504

Charles R. Bourn, Jr.
263 McLaws Circle
Suite 200
Williamsburg, VA 23185

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

THE GREENWOOD PARTNERSHIP, P.C. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is June 01, 1988.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: February 12, 1996

William J. Bridg
William J. Bridg, Clerk of the Commission