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West Palm Beach, FL 33402-4888
Olivia M. Kendrick
Certified Legal Assistant

May 14, 1996

Corporate Information Products
ATTORNEYS' TITLE INSURANCE FUND, INC.
Leon Branch/Attn: Jenna Eckland
660 E. Jefferson Street, Suite 200
Tallahassee, Florida 32301

Return to
DLW/Imk

200001826282
-05/17/96--01020--005
*****70.00 *****70.00

Re: ASPEN PARTNERS, LTD., INC. - Application by Foreign Corporation for
Authorization to Transact Business in Florida

Dear Jenna:

Please find enclosed Application by Foreign Corporation for Authorization to Transact Business
in Florida for ASPEN PARTNERS LTD., INC., a Delaware corporation. Please file this upon receipt.
Also enclosed is this firm's check in amount of \$70.00 for Florida filing fees. Please bill us for your
fees for processing this filing.

Please call upon filing of the enclosed documentation or if you have any problem with
accomplishing the filing. Thanks for your help.

Sincerely,

Lois M. Kasischke

Lois M. Kasischke, Legal Assistant to
Drennen L. Whitmire, Jr.

DLW/lmk
Enclosures as stated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 17 AM 10:02
RECEIVED
96 MAY 17 AM 9:10
DIVISION OF CORPORATION

**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. ASPEN PARTNERS, LTD., 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. Delaware 3. 65-0652670
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 6, 1996 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 14, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. c/o Kenneth E. Banwart, President
3220 North Flagler Drive, West Palm Beach, FL 33407
(Current mailing address)

8. any lawful purpose
(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:
Name: Kenneth E. Banwart
Office Address: 3220 North Flagler Drive
West Palm Beach, Florida, 33407
(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.

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DIVISION OF CORPORATIONS
MAY 17 AM 10:02

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Kenneth E. Banwart

Address: 3220 North Flagler Drive

West Palm Beach, FL 33407

Director: _____

Address: _____

B. OFFICERS

President: Kenneth E. Banwart

Address: 3220 North Flagler Drive

West Palm Beach, FL 33407

Vice President: Kim Kregloski

Address: 3220 North Flagler Drive

West Palm Beach, FL 33407

Secretary: _____

Address: _____


Treasurer: Kenneth E. Banwart

Address: 3220 North Flagler Drive

West Palm Beach, FL 33407

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)

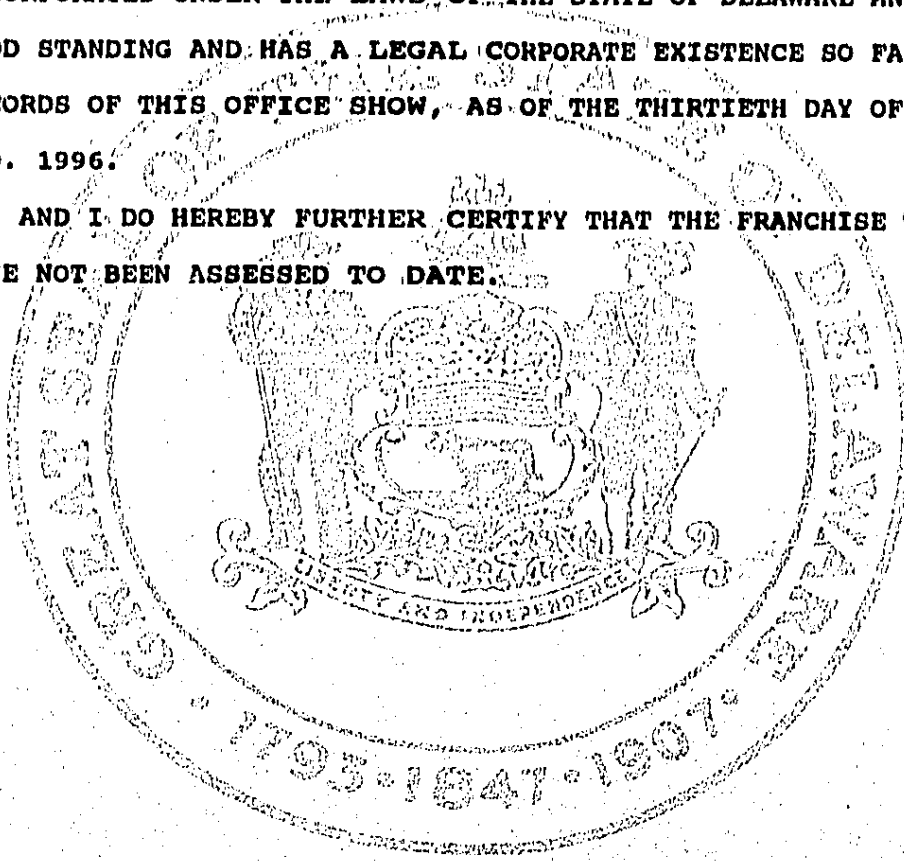
14.

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASPEN PARTNERS, LTD." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 17 AM 10:02



Edward J. Freel

Edward J. Freel, Secretary of State

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960123906

AUTHENTICATION:

DATE:

7926439

04-30-96

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Aspen
partners, LTD.
159 Westminister Drive • Atlanta, GA 30309-3369

City/State/Zip Phone #

FILED
97 AUG -4 AM 11:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ 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 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

700002256167--7
-08/04/97--01062--003
*****35.00 *****35.00

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

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

VS AUG 14 1997

Withdr.

Examiner's Initials	
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**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

ASPEN PARTNERS, LTD., INC.
(Name of Corporation)

DELEWARE
(Incorporated Under Laws Of)

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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

159 WESTMINSTER
(Mailing Address)

ATLANTA, GA 30309
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Kenneth Banwari Signature President Title

KENNETH BANWARI Typed or printed name 7/31/97 Date