

F96000002623

SMITH, GAMBRELL & RUSSELL

A PARTNERSHIP OF PROFESSIONAL CORPORATION AND INDIVIDUALS

ATTORNEYS AT LAW

ATLANTA FINANCIAL CENTER

SUITE 1800

3343 PEACHTREE ROAD, N.E.

ATLANTA, GEORGIA 30326-1010

ESTABLISHED 1893

April 17, 1996

MIDTOWN OFFICE
SUITE 3100, PROMENADE II
1230 PEACHTREE STREET, N.E.
ATLANTA, GEORGIA 30309-3888
(404) 518-3500
TELECOPIER (404) 518-3508

100001820581
-06/06/96--01030--013
***3600.00 ***3600.00

VIA FEDERAL EXPRESS

Florida Department of State
Corporations Division
409 E. Gaines Street
Tallahassee, Florida 32399

100001820581
-05/14/96--01085--001
*****70.00 *****70.00

W96-10233

Re: Qualification of Hebel Southeast Management Corporation and Hebel Southeast L.P.
to Transact Business in the State of Florida

Dear Sir or Madam:

In order to qualify Hebel Southeast Management Corporation and Hebel Southeast L.P. to
do business in the State of Florida, enclosed please find the following:

1. Original executed and one copy of the Applications for Foreign Corporation and
Limited Partnership for Authorization to Transact Business in Florida;
2. Certificates of Existence issued by the Georgia Secretary of State for the Corporation
and Limited Partnership;
3. Check in the amount of \$1,855.00 (consisting of \$1,750 for the L.P. filing, \$35.00
for the registered agent acceptance, and \$70.00 for the corporation qualification)

I would appreciate you returning the "filed" stamped copies of the application to me in the
enclosed envelope. Thank you for your assistance in this matter. If you have any questions,
call me at 404/264-2648.

Very truly yours,

SMITH, GAMBRELL & RUSSELL

Marian Ahlquist
Marian Ahlquist
Paralegal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 18 1996
PM 2:52

/ss

Enclosures

cc: Simone von W. Kraus, Esq



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 14, 1996

**MARIAN AHLQUIST
SMITH, GAMBRELL & RUSSELL
3343 PEACHTREE ROAD, N.E., SUITE 1800
ATLANTA, GA 30326-1010**

SUBJECT: HEBEL SOUTHEAST MANAGEMENT CORPORATION
Ref. Number: W96000010233

We have received your document for HEBEL SOUTHEAST MANAGEMENT CORPORATION 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 brief description of the entity's nature of business must be included in the document.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3,600.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 096A00023879

**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. HEBEL SOUTHEAST MANAGEMENT CORPORATION

(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. Georgia
(State or country under the law of which it is incorporated)

3. 58-2051365
(FEI number, if applicable)

4. 5/27/93
(Date of Incorporation)

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

6. JUNE 1, 1993
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 3340 Peachtree Rd., NE, Suite 150
Atlanta, GA 30326

(Current mailing address)

8. Sale and distribution of aeroclave concrete products; construction of residential homes
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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)

John J. Masters, Asst. Secy.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 24 PM 2:52

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

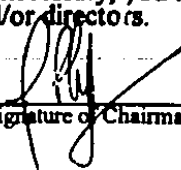
A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: DIETER RATHKE
Address: 3340 PEACHTREE ROAD NE, SUITE 150, ATLANTA, GA 30326
Vice Chairman: _____
Address: _____
Director: DIETER KRONE
Address: 3340 PEACHTREE ROAD NE, SUITE 150, ATLANTA, GA 30326
Director: ROLF-RUEDIGER RISCH
Address: 3340 PEACHTREE ROAD NE, SUITE 150, ATLANTA, GA 30326

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

President: H. MICHAEL MCCURRY
Address: 805 CAMILLIA DRIVE, LAGRANGE, GA 30240
Vice President: _____
Address: _____
Secretary: J. PHILIP JONES
Address: 1150 TIMBERLINE PLACE, ALPHARETTA, GA 30202
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. J. PHILIP JONES
(Typed or printed name and capacity of person signing application)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 960650419
CON NUMBER : 9312791
DATE INC/AUTH/FILED : 05/27/1993
JURISDICTION : GEORGIA
PRINT DATE : 03/05/1996
FORM NUMBER : 0211

SMITH, GAMBRELL & RUSSELL
MARIAN AHLQUIST
3343 PEACHTREE RD/S1800
ATLANTA, GA 30326

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

HEBEL SOUTHEAST MANAGEMENT CORPORATION
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 24 PM 2:53