

F9600003238

1201 HAYS STREET
TALLAHASSEE, FL 32307
904-22-0114
904-22-0115

800-33-8000



PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 001114 4323655

AUTHORIZATION

Patricia Pizant

COST LIMIT : \$ 78.75

ORDER DATE : June 26, 1996

ORDER TIME : 10:45 AM

ORDER NO. : 001114

CUSTOMER NO: 4323655

100001876671

CUSTOMER: Katherine Russell, Legal Asst
Annis Mitchell Cockey Edwards
P. O. Box 3433

Tampa, FL 33601

FOREIGN FILINGS

NAME: AIMCO/OTC ORS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 26 PM 12:37
RECEIVED
96 JUN 26 PM 12:07
DIVISION OF CORPORATIONS

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

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. AIMCO/OTC ORS, 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
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. 6/19/96
(Date of incorporation)

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

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

7. 1873 South Bellaire Street, 17th Floor
Denver, CO 80222
(Current mailing address)

8. All lawful purposes
(Purposes) 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: CORPORATION SERVICE COMPANY

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Karen B. Rozar, as its agent

By: Karen B. Rozar

(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.

Patricia K. Heath
Vice President

1873 S. Bellaire St., 17th Floor
Denver, CO 80222

Harry Alcock
Vice President

1873 S. Bellaire St., 17th Floor
Denver, CO 80222

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Terry Considine

Address: 1873 South Bellaire Street, 17th Floor
Denver, CO 80222

Director: Peter Kompaniez

Address: 28200 Highway 189, Suite F-240, P.O. Box 1060
Lake Arrowhead, CA 92352

B. OFFICERS

President: Terry Considine

Address: 1873 South Bellaire Street, Suite 1700
Denver, CO 80222

Vice President: Peter Kompaniez

Address: 28200 Highway 189, Suite F-240, P.O. Box 1060
Lake Arrowhead, CA 92352

Vice President:

~~Secretary:~~ Leeann Morein

Address: 1873 South Bellaire Street, 17th Floor
Denver, CO 80222

Vice President:

~~Treasurer:~~ Thomas W. Toomey

Address: 1873 South Bellaire Street, 17th Floor
Denver, CO 80222

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

13.

Harry Alcock
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

Harry Alcock, Vice President
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIMCO/OTC QRS, INC." 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 TWENTIETH DAY OF JUNE, 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
95 JUN 26 PM 12:37




Edward J. Freel, Secretary of State

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AUTHENTICATION: 7995426
DATE: 06-20-96