

F96000004580

CSC networks

PROVIDE FULL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 075098 4348748

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 4, 1996

ORDER TIME : 9:26 AM

ORDER NO. : 075098

CUSTOMER NO: 4348748

CUSTOMER: Ms. Peggy Brown
Trammell Crow Residential
717 N. Harwood
Ste. 1200 / Lb 128
Dallas, TX 75201

700001989767
09/05/96--01046--014
*****70.00 *****70.00

W96-18546

FOREIGN FILINGS

NAME: H. E. L. P. REALTY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP -5 PM 3:52

9/6

56 SEP -5 PM 3:52
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 5, 1996

VICTORIA L. PEREZ
CSC NETWORKS

SUBJECT: H.E.L.P. REALTY, INC.
Ref. Number: W96000018546

RESUBMIT

Please give original
submission date as file date.

We have received your document for H.E.L.P. REALTY, 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):

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 896A00041554

66 SEP 10 1996
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. H. E. L. P. REALTY, 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. Texas 3. 75-2666568
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 3, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Date of filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. Trammell Crow Residential Company
717 N. Harwood, Suite 1200, LB128
Dallas, TX 75021
(Current mailing address)
8. Real Estate Development
(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: 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.

By: [Signature] Asst Secretary
(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:

A. DIRECTORS

Director ~~XXXXXXXX~~ Harlan R. Crow
Address: 2001 Ross Ave., Ste. 3200; Dallas, TX 75201

Director ~~XXXXXXXX~~ J. Ronald Terwilliger
Address: 2859 Paces Ferry Road, Ste. #1400
Atlanta, GA 30339

Director: Leonard W. Wood
Address: 2859 Paces Ferry Road, Ste. #1400
Atlanta, GA 30339

Director: Edward O. Wood, Jr.
Address: 541 South Orlando Avenue, Ste. #200
Maitland, FL 32751

B. OFFICERS

President: (See Attached for List of Officers)
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Peggy E. Brown, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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OFFICERS OF
H.E.L.P. REALTY, INC.

EDWARD O. WOOD, JR.
PRESIDENT
2859 PACES FERRY ROAD
MAITLAND, FL 32751

MARNIE A. JAEN
VICE PRESIDENT, BROKER, ASSISTANT SECRETARY
541 S. ORLANDO AVENUE
MAITLAND, FL 32751

J. RONALD TERWILLIGER
VICE PRESIDENT
2859 PACES FERRY ROAD
SUITE 1400
ATLANTA, GA 30339

LEONARD W. WOOD
VICE PRESIDENT
2859 PACES FERRY ROAD
SUITE 1400
ATLANTA, GA 30339

HARLAN R. CROW
VICE PRESIDENT
2001 ROSS AVENUE
SUITE 1200
DALLAS, TX 75201

RANDY J. PACE
VICE PRESIDENT, SECRETARY, TREASURER
717 N. HARWOOD
SUITE 1200
DALLAS, TX 75201

LEE ANN SHANBLIN
ASSISTANT SECRETARY
717 N. HARWOOD
SUITE 1200
DALLAS, TX 75201

PENNY LINCOLN
ASSISTANT SECRETARY
717 N. HARWOOD
SUITE 1200
DALLAS, TX 75201

(OFFICERS CONT'D NEXT PAGE)

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(OFFICERS CONT'D FROM PREVIOUS PAGE)

PHYLLIS R. CEPHAS
ASSISTANT SECRETARY
717 N. HARWOOD
SUITE 1200
DALLAS, TX 75201

PEGGY E. BROWN
ASSISTANT SECRETARY
717 N. HARWOOD
SUITE 1200
DALLAS, TX 75201



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

H.E.L.P. REALTY, INC.
CHARTER NO. 1413424

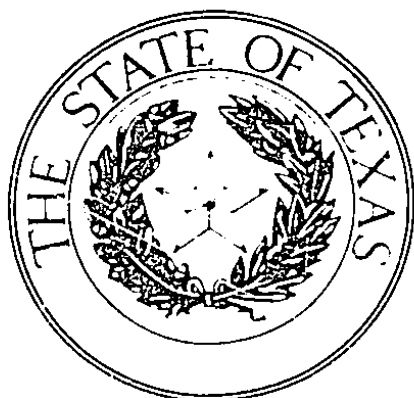
were filed in this office and a certificate of incorporation was issued

SEPTEMBER 3, 1996;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on September 3, 1996.*

Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

BAM