

F96000005519

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

100001959621
-09/30/96--01032--001
2021.25 **78.75

Brown Oakley Creek II, Inc.

- ☒ Profit
☐ NonProfit
☐ Limited Liability Co.
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name Filing
☒ CUS
☒ After 4:30
☒ Pick Up
- 1016-20557
P.441

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

9/27

78.75
260.00
278.75

file 1st
10/24

RECEIVED
96 SEP 27 PM 12:09
DIVISION OF CORPORATIONS
FILED
SECRETARY OF STATE
96 OCT 24 AM 10:20



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1996

CT CORP

SUBJECT: BROWN ASHLEY CREEK II, INC.
Ref. Number: W96000020557

We have received your document for BROWN ASHLEY CREEK II, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$200.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 796A00044657

BEACON BROWN II LIMITED PARTNERSHIP

225 East Redwood Street
Baltimore, Maryland 21202
(410) 727-4083
FAX (410) 625-2694

October 21, 1996

Mr. Hart Collins
Administrator of Foreign Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Brown Ashley Creek II, Inc.
Water Street II, L.L.C.

Dear Mr. Collins:

Enclosed herewith are the Affidavits for the above entities that you discussed with Kathleen Russell. It is my understanding that you will direct these documents through the system.

If there are any problems with the foregoing, please give me a call.

Many thanks for your help!

Very truly yours,

Brown Ashley Creek II, Inc.
General Partner

By: Terry F. Hall
Terry F. Hall
Vice President

Encls.

AFFIDAVIT

On this day personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgements Terry F. Hall
(Officer name)

who after having first been duly sworn, upon oath deposes and says as follows:

1. I am Secretary of Brown Ashley Creek II, Inc.
(capacity) (corporation name)

a corporation organized under the laws of Maryland
(state/country)
2. The "Application by Foreign Corporation for Authorization to Transact Business in Florida", submitted to the Florida Department of State, contained erroneous information.
3. Brown Ashley Creek II, Inc. has not transacted business in
(corporation name)
the State of Florida. The date of March 27, 1995, as stated in section six (6) of its
(erroneous date)
application is erroneous. The previous activities conducted within the State of Florida by said corporation did not constitute the transaction of business pursuant to section 607.1501, Florida Statutes.
4. The correct date the corporation shall begin conducting its affairs in Florida shall be upon qualification by the Florida Department of State.

On this 21st day of October, 19 96, Terry F. Hall
personally appeared before me,
Terry F. Hall
AFFIDANT/OFFICER

- ☒ who is personally known to me
☐ whose identity I proved on the basis of _____

My Commission Expires: 10-1-99

Patricia L. Baxivanos
Notary Public Signature

Patricia L. Baxivanos
Notary's Printed Name

Seal

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**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. Brown Ashley Creek II, 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. Maryland
(State or country under the law of which it is incorporated)
3. 52-1852705
(FEI number, if applicable)
4. December 21, 1993
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March 27, 1995
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. 225 East Redwood Street
Baltimore, Maryland 21202
(Current mailing address)
8. Serves as general partner of a limited partnership which foreclosed on a deed of trust against Florida real property
(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: CT 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.

Connie Bryan
(Registered agent's signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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
96 OCT 24 AM 10 21

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: John M. Prugh

Address: 225 East Redwood Street
Baltimore, Maryland 21202

Vice Chairman: Peter E. Bancroft

Address: 225 East Redwood Street
Baltimore, Maryland 21202

Director: Terry F. Hall

Address: 225 East Redwood Street
Baltimore, Maryland 21202

Director: Timothy M. Gisriel

Address: 225 East Redwood Street
Baltimore, Maryland 21202

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

President: John M. Prugh

Address: 225 East Redwood Street
Baltimore, Maryland 21202

Vice President: Peter E. Bancroft

Address: 225 East Redwood Street
Baltimore, Maryland 21202

Secretary: Terry F. Hall

Address: 225 East Redwood Street
Baltimore, Maryland 21202

Treasurer: Timothy M. Gisriel

Address: 225 East Redwood Street
Baltimore, Maryland 21202

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

13. Terry F. Hall
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Terry F. Hall, Secretary
(Typed or printed name and capacity of person signing application)

STATE OF MARYLAND

467715

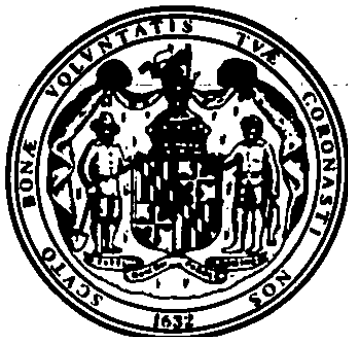
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, GLORIA J. WATSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BROWN ASHLEY CREEK II, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 24 AM 10:21



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 22ND DAY OF AUGUST, 1996.

Gloria J. Watson
GLORIA J. WATSON
OFFICE SUPERVISOR II