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1201 West Peachtree Street
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Jan R. Ezell
Corporate Legal Assistant

Direct Dial (404) 881-7442

November 19, 1996

BY UPS OVERNIGHT

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

500002010075--1
-11/20/96--01095--002
*****70.00 *****70.00

Re: The Remembrance Institute, Inc.

Ladies and Gentlemen:

Enclosed for filing is an application to qualify the above-referenced corporation to transact business in the State of Florida. Also enclosed are a certificate of existence and a check in the amount of \$70 in payment of the filing fee. Please date stamp the enclosed copy of the application and return it to me in the enclosed self-addressed stamped envelope.

Thank you very much for your assistance with this filing. If you have any questions regarding the enclosed, please call me at (404) 881-7442.

Sincerely yours,

Jan R. Ezell

Jan R. Ezell
Corporate Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 20 PM 1:20

LC
11/20

JRE:mw
Enclosure
cc: Ms. Laura Connor (CT Atlanta)
Ms. Susan J. Wilson
AD933220.025

**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. The Remembrance Institute, 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. Georgia
(State or country under the law of which it is incorporated)
3. 58-226-3237
(FEI number, if applicable)
4. September 20, 1996
(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 817.135, F.S.))
7. P. O. Box 2204
Atlanta, Georgia 30371
(Current mailing address)
8. Test marketing of insurance and financial services
(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
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(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
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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jeanne M. Schwartz

Address: 230 John Wesley Dobbs Avenue

Atlanta, Georgia 30303

Director: _____

Address: _____

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

President: Jeanne M. Schwartz

Address: 230 John Wesley Dobbs Avenue

Atlanta, Georgia 30303

Vice President: Toby T. Fagin

Address: 230 John Wesley Dobbs Avenue

Atlanta, Georgia 30303

Secretary: Colin S. Braybrooks

Address: 230 John Wesley Dobbs Avenue

Atlanta, Georgia 30303

Treasurer: Colin S. Braybrooks

Address: 230 John Wesley Dobbs Avenue

Atlanta, Georgia 30303

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. Colin S. Braybrooks, Secretary and Treasurer

(Typed or printed name and capacity of person signing application)

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

DOCKET NUMBER : 963030133
CONTROL NUMBER : 9630346
DATE INC/AUTH/FILED: 09/20/1996
JURISDICTION : GEORGIA
PRINT DATE : 10/29/1996
FORM NUMBER : 211

JAN EZELL
ALSTON & BIRD
1201 W. PEACHTREE ST.
ATLANTA GA 30309

CERTIFICATE OF EXISTENCE

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

THE REMEMBRANCE INSTITUTE, INC.
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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 20 PM 1:20

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

