

F96000006086

LAW OFFICES
OUGHTERSON, OUGHTERSON, PREWITT & SUNDHEIM, P.A.
310 SW OCEAN BOULEVARD
STUART, FLORIDA 34904
(888) 287-0000

WM. A. OUGHTERSON
JOHN E. PREWITT
FREDERICK G. SUNDHEIM, JR.

T. T. OUGHTERSON
(1904-1983)
FAX (888) 287-0422

October 24, 1996

Division of Corporations
PO Box 6327
Tallahassee, FL 32301

000001989000--3

-10/29/96--01119--001

*****70.00 *****70.00

400002012954--6

-11/22/96--01104--011

****200.00 ****200.00

RE: Foreign corporation

Dear Sirs:

Enclosed are the following:

1. Application by foreign corporation for authorization to transact business in Florida.

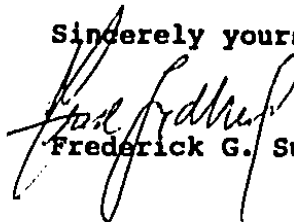
2. Certificate of existence.

3. Our check for \$70.00 for incorporation.

If you need anything else, please let me know.

Thank you very much.

Sincerely yours,


Frederick G. Sundheim Jr.

FGS/sn

~~106-23117~~
P.452

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 21 AM 9:01
R 11/21



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 30, 1996

FREDERICK G. SUNDHEIM JR.
OUGHTERSON, OUGHTERSON, ET AL.
310 SW OCEAN BLVD
STUART, FL 34994

SUBJECT: GREENGATE APARTMENTS, INC.
Ref. Number: W96000023117

We have received your document for GREENGATE APARTMENTS, INC. and your check(s) totaling \$70.00. 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.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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

Hart Collins
Senior Corporate Section Administrator

Letter Number: 796A00050082

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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DIVISION OF CORPORATIONS
96 NOV 21 AM 9:01

I, the undersigned THOMAS H. DEMPSEY, JR., do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

GREENGATE APARTMENTS, INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of MASS.,

was duly adopted on NOVEMBER 9, 1996.

Be it resolved, that GREENGATE APARTMENTS, INC.,
(Corporate Name)

organized and existing in the State of MASS., hereby adopts the name

GREENGATE APARTMENTS OF MARTIN COUNTY, INC., for use in Florida.

Dated: NOV. 9, 1996

Thomas H. Dempsey, Jr. TREASURER
Signature of either Chairman, Vice Chairman or any officer

THOMAS H. DEMPSEY, JR.
Type or print name

**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. GREENGATE APARTMENTS, 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. MASSACHUSETTS

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

3. 04-2425374

(FEI number, if applicable)

4. 01/03/65

(Date of Incorporation)

5. PERPETUAL

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

6. 01/01/95

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

7. P.O. BOX 661

FALMOUTH, MA. 02541

(Current mailing address)

8. LESSOR OF REAL ESTATE

(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: FREDERICK G. SUNDHEIM, JR., ESQ.

Office Address: 310 SW OCEAN BOULEVARD

STUART

, Florida, 34994

(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)

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
96 NOV 21 AM 9:00

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: THOMAS H. DEMPSEY, III

Address: 91 STRAWBERRY LANE

ABINGTON, MA. 02351

Director: JODEE P. BISHOP

Address: 180 NO. FALMOUTH HIGHWAY

NO. FALMOUTH, MA. 02540

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

President: JODEE P. BISHOP

Address: 180 NO. FALMOUTH HIGHWAY

NO. FALMOUTH, MA. 02540

Vice President: NONE

Address: _____

Secretary: JODEE P. BISHOP

Address: 180 NO. FALMOUTH HIGHWAY

NO. FALMOUTH, MA. 02540

Treasurer: THOMAS H. DEMPSEY, III

Address: 91 STRAWBERRY LANE

ABINGTON, MA. 02351

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

13.

Thomas H. Dempsey III Treasurer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. THOMAS H. DEMPSEY, III

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



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

October 16, 1996

To Whom It May Concern :

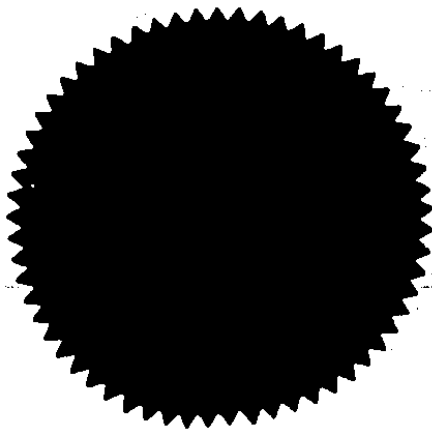
I hereby certify that,

Greengate Apartments, Inc.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **March 26, 1964.**

I also certify that so far as appears of record here, said corporation still has legal existence.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 21 AM 9:01



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.