

F960000006320

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

300002016183--9
-11/27/96--01081--007
****192.50 ****56.25

SUBJECT: PALM BAY G.P., INC.
(Name of corporation)

300002016183--9
-11/27/96--01081--007
****192.50 ****70.00

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Donna Williams
(Name of Person)

500002022115--1
-12/06/96--01054--011
****70.00 ****61.25

Rowe, Foltz & Martin
(Firm/Company)

Five Piedmont Ctr., Suite 750
(Address)

Atlanta, GA 30305

(City, State and Zip Code)

enclosed Federal Express
envelope.

Please provide a certified copy of the ^{Cert. of Authority} and a certificate of status in the*
Should you need to call someone concerning this matter, please call:

Donna Williams
(Name of Person)

at (404) 231-9397
Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV 27 AM 10:43

FILED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. PALM BAY G.P., 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 3. 58-2270197
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 1, 1996 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December 10, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. Five Piedmont Center, Suite 750
Atlanta, GA 30305
(Current mailing address)

8. To act as a general partner of Bronze/Palm Bay Limited Partnership
(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: J. Gregory Humphries
Office Address: 201 E. Pine Street, Suite 701
Orlando, Florida, 32801
(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.

J. Gregory Humphries
(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

Chairman: Stewart D. Scothorn

Address: 1000 Parkwood Circle, Suite 325
Atlanta, GA 30339

Vice Chairman: _____

Address: _____

Director: J. Marshall Martin, III

Address: Five Piedmont Center, Suite 750
Atlanta, GA 30305

Director: Dan E. Burge

Address: 1744 Roswell Road
Marietta, GA 300

B. OFFICERS

President: Stewart D. Scothorn

Address: 1000 Parkwood Circle, Suite 325
Atlanta, GA 30339

Vice President: Glynda Blanton

Address: 1000 Parkwood Circle, Suite 325
Atlanta, GA 30339

Secretary: Glynda Blanton

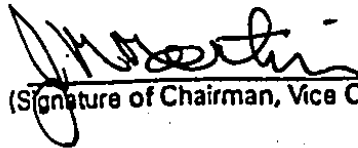
Address: 1000 Parkwood Circle, Suite 325
Atlanta, GA 30339

Treasurer: _____

Address: _____

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.

J. Marshall Martin, III, Vice President and Director
(Typed or printed name and capacity of person signing application)

12. Names and address of officers and/or directors: CONTINUED

B. OFFICERS

Vice President:
Address:

J. Marshall Martin, III
Five Piedmont Center, Suite 750
Atlanta, GA 30305

Assistant Secretary:
Address:

J. Marshall Martin, III
Five Piedmont Center, Suite 750
Atlanta, GA 30305

Assistant Secretary:
Address:

Donna W. Pottorff
Five Piedmont Center, Suite 750
Atlanta, GA 30305

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

DOCKET NUMBER : 963260555
CONTROL NUMBER : 9634496
DATE INC/AUTH/FILED: 11/01/1996
JURISDICTION : GEORGIA
PRINT DATE : 11/21/1996
FORM NUMBER : 211

ROWE, FOLTZ & MARTIN, P.C.
ATTN: DONNA S. WILLIAMS
FIVE PIEDMONT CENTER, STE. 750
ATLANTA GA 30305

FILED
96 NOV 27 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PALM BAY G.P., 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.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

