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1. Taylor & Mathis, Inc.
(CORPORATE NAME & DOCUMENT #)

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2.) (CORPORATE NAME & DOCUMENT #)

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2.) (CORPORATE NAME & DOCUMENT #)

9.) (CORPORATE NAME & DOCUMENT #)

10.) (CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS.

FILE

SECOND

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR

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. Taylor & Mathis, Inc
(Name of corporation: the work "INCORPORATED", "COMPANY", OR "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. September 20, 1967 4 Perpetual
(Date of Incorporation) (Duration)
5. 58-1021972
(Federal Employer Identification Number, if applicable)
6. January 1, 1997
(Date first transacted business in Florida. See Sections 607.1501, 607.1502, and
817.155, F.S.)
7. 115 Perimeter Center Place, Suite 200, Atlanta, GA 30346
(Current mailing address)
8. Real Estate Development, Management and Leasing
(Brief description of the nature of the business in which it is engaged in the state
of Florida.)
9. Names and Address of officers and/or directors.

A. Directors:

Chairman: Charles M. Taylor
Address: 115 Perimeter Center Place, Suite 200
Atlanta, GA 30346

Vice Chairman: Harvey M. Cheatham
Address: 115 Perimeter Center Place, Suite 200
Atlanta, GA 30346

Director: James D. Eluker
Address: _____

Director: E H Avery
Address: 115 Perimeter Center Plaza, Ste 200
Atlanta, GA 30346

B. OFFICERS

President: SEE ATTACHED LIST
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street Address of Florida registered agent:

Name: Thomas E. Green
Office Address: 777 Brickell Avenue, Suite 610
Miami, Florida 33131

11. 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: _____

(Officer)

Thomas E. Green

(Type Name and Title of Officer)

12. 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.

13. Frank C Dolbow
(Signature of Chairman, Vice Chairman, or any office listed in #9 of the application)

14. Frank C Dolbow - Senior Vice President - Finance, Treasurer & Secretary
(Name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADDRESS

SAME AS CORPORATE OFFICE

Charles M. Taylor
Andrew M. Taylor
E.H. Avery

Harvey M. Cheathan

James D. Fluker

Carroll M. Battey
Frank C. Dolbow

D. Kerry O'Brien
J. Andrew Joiner
J. Gregory Osbourne
R. William Pradat
O. Hamilton Reynolds
Donna M. Schnupp

Chairman of the Board
President & Assistant Secretary
Executive Vice President - Operations
& Assistant Secretary
Executive Vice President - Development
& Assistant Secretary
Executive Vice President - Marketing
& Assistant Secretary
Senior Vice President - Operations
Senior Vice President - Finance,
Treasurer & Secretary
Senior Vice President - Marketing
Vice President - Alabama Properties
Vice President - Property Management
Vice President - Marketing
Vice President - Industrial Properties
Controller

Secretary of State

Business Information and Services

Suite 315, West Tower

2 Martin Luther King Jr. Dr.

Atlanta, Georgia 30334-1530

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PRINT DATE : 12/11/1996
FORM NUMBER : 0211

PARANET CORPORATION SERVICES, INC.
GAILY WARD
3761 VENTURE DRIVE, STE 260
DULUTH, GA 30136

CERTIFICATE OF EXISTENCE

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

TAYLOR & MATHIS, 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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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