

1201 HAYS STREET

MASSACHUSETTS 01101-2601

004-221-1111

004-221-1111 FAX

800-342-8086

# F96000006718

**CSC networks**

PRINCETON, NJ  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 197453 4304045

AUTHORIZATION :

*Patricia Pizzuti*

COST LIMIT : \$ 70.00

ORDER DATE : December 20, 1996

ORDER TIME : 10:18 AM

ORDER NO. : 197453-005

CUSTOMER NO: 4304045

7000002035997--5

CUSTOMER: Bobbie J. Morrow, Legal Asst  
Arnall Golden & Gregory  
2800 One Atlantic Center  
1201 West Peachtree Street  
Atlanta, GA 30309

## FOREIGN FILINGS

NAME: HRE COUNTRYSIDE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

DIVISION OF CORPORATION

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*HL*  
*12/23*

## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. HRE COUNTRYSIDE, 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. DELAWARE  
(State or country under the law of which it is incorporated)
3. Applied for  
(FEI number, if applicable)
4. 12-10-96  
(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 817.155, F.S.))
7. 950 EAST PACES FERRY RD., SUITE 2275 ATLANTA, GEORGIA 30326  
(Current mailing address)
8. Real Estate Holding Company  
(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: CORPORATION SERVICES COMPANY  
Office Address: 1201 HAYS STREET  
TALLAHASSEE, Florida, 32301  
(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.

Corporation Service Company

By: Deborah D. Skipper  
(Registered agent's signature)  
Deborah D. Skipper, As Agent

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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

A. **DIRECTORS** (Street address only- P.O. Box **NOT** acceptable)

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: David S. Golden

Address: 950 East Paces Ferry Rd., Suite 2275

Atlanta, Georgia 30326

Director: Cecil D. Conlee

Address: 950 Paces Ferry Rd., Suite 2275

Atlanta, Georgia 30326

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

President: See attached addendum

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_


Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

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. James E. Dorsey - Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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**ADDENDUM  
TO  
APPLICATION BY FOREIGN CORPORATION  
OF  
HRE COUNTRYSIDE, INC.**

Sharon E. Bair, Vice President  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

Leonard E. Borg, Jr., Vice President  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

Dale R. Gilomen, Vice President  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

Thomas F. Heyse, Vice President  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

Martin J. Hoek, Vice President  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

James W. Smith, III., Vice President  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

Paula A. Ball, Assistant Secretary  
2800 One Atlantic Center  
1201 West Peachtree Street  
Atlanta, Georgia 30309

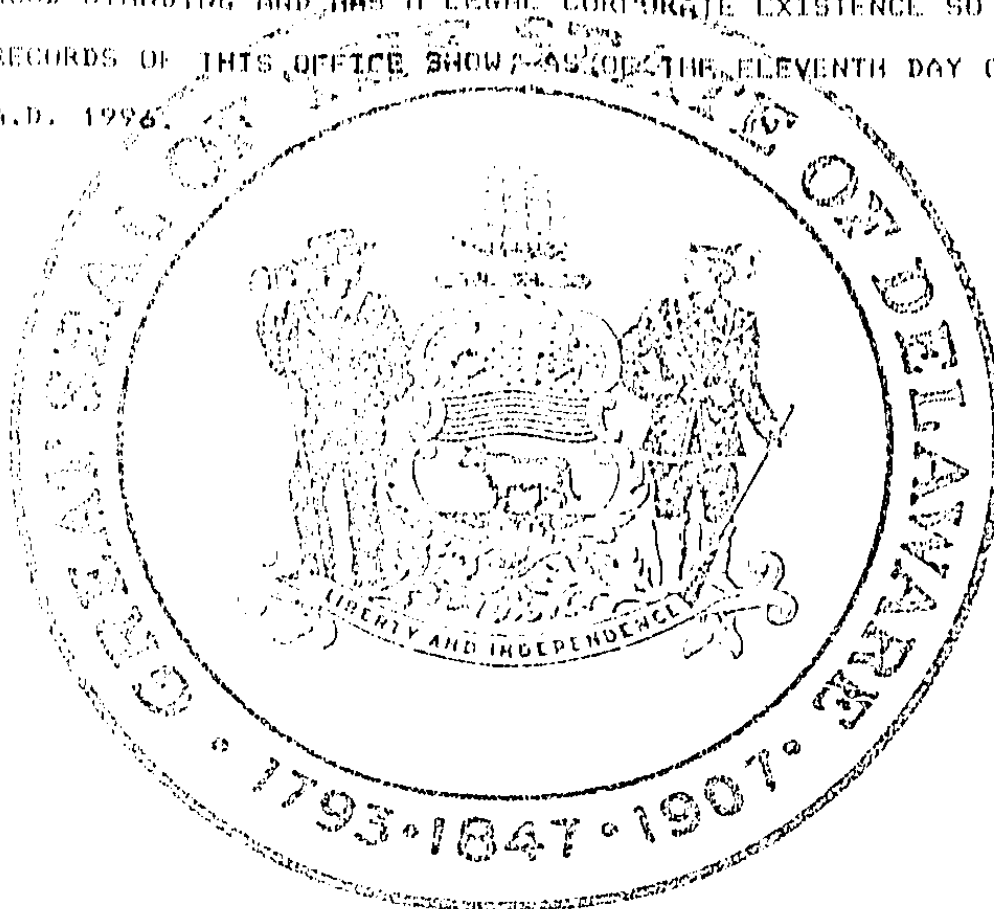
James E. Dorsey, Assistant Secretary  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

J. Grant Wilmer, Jr., Assistant Secretary  
950 East Paces Ferry Rd.  
Suite 2275  
Atlanta, Georgia 30326

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**Office of the Secretary of State**

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HRC COUNTRYSIDE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW AS OF THE ELEVENTH DAY OF DECEMBER, A.D. 1996.



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

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DATE:

12-11-96