

TRANSMITTAL LETTER

F96000006903

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Sirrom Resource Texas, Inc.
(Name of corporation - must include suffix)

W96-26569

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:

800002032548--8
-12/18/96--01068--001
****113.75 *****78.00

Ms. Gina C. Jones
(Name of Person)

Sirrom Resource Texas, Inc.
(Firm/Company)

800002032548--8
-12/18/96--01068--001
****113.75 *****78.00

500 Church Street, Suite 200
(Address)

Nashville, Tennessee 37219
(City/State/Zip)

Corp. same as
B74000000344

Should you need to call someone concerning this matter, please call:

Gina C. Jones at (615) 256-20506
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1996

SIRROM RESOURCE TEXAS, INC.
GINA C. JONES
500 CHURCH ST., #200
NASHVILLE, TN 37219

SUBJECT: SIRROM RESOURCE TEXAS, INC.
Ref. Number: W96000026569

We have received your document for SIRROM RESOURCE TEXAS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 996A00056371

**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. Sirrom Resource Texas, 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. Texas
(State or country under the law of which it is incorporated)
3. 62-1553182
(FBI number, if applicable)
4. 12/29/95 effective 1/1/96
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 1/1/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 500 Church Street, Suite 200
Nashville, Tennessee 37219
(Current mailing address)
8. Credit Facility - Funding state-reimbursable remediation projects
(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: F & L Corp.
Office Address: The Greenleaf Building
200 Laura Street, 3rd Floor
Jacksonville, Florida , Florida, 32201-0240
(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.

Charles V. Hedrick
Authorized 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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TALLAHASSEE, FLORIDA

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: John A. Morrin, Jr., M.D.

Address: 243 Medical Center B., 2100 Pierce Ave., Nashville, TN 37212

Director

Vice Chairman: E. Warner Bann, Esq.

Address: Bann, Berry & Sims

2700 First American Center, Nashville, TN 37212

Director: George Miller II

Address: Sirrom Capital Corporation

500 Church St., Suite 200, Nashville, TN 37219

Director: Greer Tidwell

Address: 7544 Lakoview Drive

Nashville, TN 37209

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

President: and CEO - L. Edward Wilson (also a Director)

Address: 500 Church Street, Suite 200

Nashville, TN 37219

Vice President:

Address:

Secretary: Treasurer and CFO - Gina C. Jones

Address: 500 Church Street, Suite 200

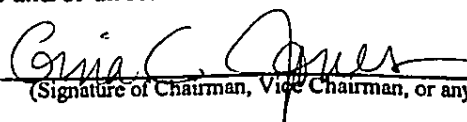
Nashville, TN 37219

Treasurer: (See Secretary)

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. Gina C. Jones, Secretary, Treasurer and CFO

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

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96 DEC 31 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

SIRROM RESOURCE TEXAS, INC.
CHARTER NO. 01380708-00

were filed in this office and a certificate of incorporation was issued on
DECEMBER 29, 1995

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on December 23, 1996.

1077.

Antonio O. Garza, Jr.
Secretary of State

DEM