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April 30, 1998

CSC 1201 Hays Street Tallahassee, FL 32301

SUBJECT: TCR NORTH AMERICA HOMEGATE, INC. Ref. Number: F97000000101

RESUBMIT

Please give original submission date as file date.

We have received your document for TCR NORTH AMERICA HOMEGATE, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan Corporate Specialist

Letter Number: 098A00023805

Cheu

RESUBMIT

please give original submission date as file date.

RECEIVED 98 JUN - 3 AMID: 38 GIVISION OF CORPORATION

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PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

TCR NORTH AMERICA HOMEGATE, INC.

Name of corporation as it appears on the records of the Department of State.

1.

Date authorized to do business in Florida

January 7, 1997

SECTION II

(4-7 complete only the applicable changes)

- 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 2, 1997
- 5. TCR NORTH FLORIDA HOMEGATE, INC.

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction TCR NORTH FLORIDA HOMEGATE, INC. BY Jagon E. Prouve Signature

Peggy E. Brown Typed or printed name <u>April 29, 1998</u> Date

<u>Assistant Secretary</u> Title

TCR NORTH FLORIDA HOMEGATE, INC. AFFIDAVIT OF CORPORATE OFFICER

The undersigned, Peggy E. Brown, does hereby certify that:

1. I am a duly elected, qualified and acting Assistant Secretary of TCR NORTH FLORIDA HOMEGATE, INC. (the "Corporation"), and that, as such Assistant Secretary, I am stating the following on behalf of the Corporation.

2. On January 2, 1997, a corporation by the name of TCR NORTH FLORIDA HOMEGATE, INC. was incorporated by the Secretary of State of the State of Texas. See attached correct copy of the Certificate of Existence issued by the Secretary of State of Texas, for the purpose of qualifying the corporation as a foreign corporation in the State of Florida (Exhibit A).

3. On January 7, 1997, an Application by Foreign Corporation for Authorization to Transact Business in Florida was filed under the incorrect name of **TCR NORTH AMERICA HOMEGATE**, **INC.** (See attached correct copy of the above mentioned document (Exhibit B).

4. It is necessary that the name of the corporation shown on Exhibit B be corrected to reflect the correct name of the corporation as reflected on Exhibit A. An Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida, dated April 29, 1998, has been prepared for the purpose of correcting this misfiling (Exhibit C).

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this 2nd day of June, 1998.

TCR NORTH FLORIDA HOMEGATE, INC.

By:

eggy E. Brown, Assistant Secretary

STATE OF TEXAS COUNTY OF DALLAS

This instrument was acknowledged before me this 2nd day of June, 1998, by Peggy E. Brown, Assistant Secretary of TCR NORTH FLORIDA HOMEGATE, INC., a Texas corporation, on behalf of said corporation.

\$ \$ **\$ \$**

Lee Ann Shamblin, Notary Public in and for the State of Texas



My Commission Expires: 2-20 - 02

The State of Texas

EXHIBIT A

" - **"** (1)

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SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that Articles of Incorporation of FILEDE STATE.... NSECRETARY COMPONENTIAL

TCR NORTH AMERICA HOMEGATE, INC.

were filed in this office and a certificate of incorporation was issued on

JANUARY 2, 1997;

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



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 January 2, 1997.

Antonio O. Garza, Jr. Secretary of State PH

	$\frac{EXHIBIT B, PAGE 1}{2}$	
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	CUSTOMER: Ms. Peggy Brown Trammell Crow Residential 717 N. Harwood	
£	Ste. 1200 / Lb 128	·
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	NAME: TCK NORTH FLORIDA HOMEGATE, S	-
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	PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: 97 XX CERTIFIED COPY PLAIN STAMPED COPY 7 XX CERTIFICATE OF GOOD STANDING (2)	
	CONTACT PERSON: Kathy Drake	See a see al a lea a se
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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: INCR NORTH AMERICA HOMEGATE, INC. 1. Manage of corporation: must include the word "INCOMPORATED", "COMPANY", "CORPORATION" or words or abbrevisitions of like import in larguage as well classify indicate that it is a corporation instead of a natural person or perimership if not acousting in the name at present. 2	
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7. 717 N. Harwood, Suite 1200, LB128	
Dallas, Texas 75201	
8. Real Estate Development	- .
(Purpose(s) of corporation authorized in norme state of county in a	· · · · ·
9. Name and street address of Floride registered agent:	× *
Name: CORPORATION SERVICE COMPANY	4 4' * *
Office Address: 1201 Hays Street	-
Tallahassee , Florida, 32301	
10. Registered agent's acceptance:	
Having been named as registered agent and to accept service of proceept the appointment as Having been named as registered agent and to accept service of proceept the appointment as	
Having been named as registered in this application, I hereby accept the appointment corporation at the place designated in this appacity. I further agree to comply with the provisions 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 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.	
By: Charlotte / Seasley	
Charlotte Beasley, Asst. Secretary	
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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	Treasurer:				
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	Peggy E. Brown,	Assistant Secre	tary		
14.	(Types us printed mane and e	capacity of person signing appl	(jestion)		
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TCR NORTH FLORIDA HOMEGATE, INC. LIST OF DIRECTORS AND OFFICERS

EXHIBIT B, PAGE 4

DIRECTORS:

Leonard W. Wood

J. Ronald Terwilliger

Harian R. Crow

OFFICERS:

Douglas A. Hocksema President

Harlan R. Crow Vice President

J. Ronald Terwilliger Vice President

Leonard W. Wood Vice President

David J. Elwell Vice President

Randy J. Pace Vice President, Secretary, Treasurer

Thomas J. Patterson Vice President

Joan C. Zanowick Assistant Secretary

(Officers continued on next page)

2859 Paces Ferry Road Suite 1400 Atlanta, GA 30339

> 2859 Paces Ferry Road Suite 1400 Atlanta, GA 30339

2001 Ross Avenue, Suite 3200 Dallas, TX 75201

541 S. Orlando Avenue Suite 210 Maitland, FL 32751

2001 Ross Avenue Suite 3200 Dallas, TX 75201

2859 Paces Ferry Road Suite 1400 Atlanta, GA 30339

2859 Paces Ferry Road Suite 1400 Atlanta, GA 30339

2859 Paces Ferry Rond Suite 1400 Atlanta, GA 30339⁻⁻

717 N. Harwood, Suite 1200, LB128 Dallas, Texas 75201

717 N. Harwood Suite 1200, LB128 Dallas, Texas 75201

541 South Orlando Ave. Suite 200 Maitland, FL 32751



EXHIBIT B, PAGE 5

(Officers continued from previous page)

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Lee Ann Shamblin Assistant Secretary

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Peggy E. Brown Assistant Secretary

Penny A. Lincoln Assistant Secretary

Phyllis R. Cephas Assistant Secretary 717 N. Harwood Suite 1200, LB128 Dallas, TX 1 5201

717 N. Harvood Suite 1200, 3.B128 Dallas, TX 75201

717 N. Harwood Suite 1200, I.B128 Dallas, TX 75201

717 N. Harwood Suite 1200, LB128 Dallas, TX 75201

> FILED STATE SECRETARY OF STATE IVISION OF COOPERATIONS 97 JAN -7 PM 12: 39

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EXHIBIT C

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

TCR NORTH AMERICA HOMEGATE, INC.

Name of corporation as it appears on the records of the Department of State.

 TEXAS
 January 7, 1997

 2.
 Incorporated under the laws of

 3.
 Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

- 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 2, 1997
- 5. TCR NORTH FLORIDA HOMEGATE, INC.

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction TCR NORTH FLORIDA HOMEGATE, INC.

Accio

Peggy E. Brown Typed or printed name April 29, 1998 Date

Assistant Secretary Title



IT IS HEREBY CERTIFIED that Articles of Incorporation of

TCR NORTH FLORIDA HOMEGATE, INC. File No. 1427586-00

were filed in this office and a certificate of incorporation was issued to this corporation, and no certificate of dissolution is in effect and the corporation is currently in existence.



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 April 29, 1998.

Alberto R. Gonzales Secretary of State

PH