

F97000006307

LAW OFFICES OF
LONG, RAGSDALE & WATERS

a professional corporation

telephone (423) 584-4040

telefax (423) 584-6084

ROBERT L. CROSSLEY
DAVID WILSON LONG
DENNIS B. RAGSDALE
JOHN B. WATERS III
CHRISTOPHER A. HALL
J. MICHAEL IVENS *
R. LOUIS CROSSLEY, JR.
C. PAUL HARRISON
CHRISTINA C. GREY
KANDYCE K. MORGAN
SCOTT D. SULTZER
DIANA M. THIBODAUX

of counsel
JOHN B. WATERS, JR. **

1111 Northshore Drive, NW
Suite S-700
Knoxville, Tennessee 37919-4074

*Also admitted in Arizona
**Also admitted in District of Columbia

November 25, 1997

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

100002359231--3
-12/01/97--01117--009
*****78.75 *****78.75

Re: Florida Apartment Holdings, Inc.

Dear Madam or Sir:

Enclosed please find the Application by Foreign Corporation for Authorization to Transact Business in Florida of Florida Apartment Holdings, Inc. Also enclosed please find an original certificate of existence issued by the Tennessee Secretary of State on November 17, 1997.

Please return a certified copy of the certificate of status to the undersigned via Federal Express upon completion of the registration process. Our Federal Express account number is 1058-7817-6. Our firm's check in the amount of \$78.75 is enclosed to cover both the \$70.00 registration fee and the \$8.75 fee for a certificate of status.

If you have any questions regarding the enclosed documents or any related matter, please contact me at your earliest convenience.

Sincerely,

LONG, RAGSDALE & WATERS, P.C.

By: Kandyyce K. Morgan
Kandyyce K. Morgan

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 AM 9:09
H1211

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:

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.

FILED
SECRETARY OF STATE-
DIVISION OF CORPORATION
97 DEC -1 AM 9:09

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: Joseph W. Reed

Address: 813 Northshore Drive, Suite 201
Knoxville, TN 37919

Vice Chairman: R. Gary Higgins

Address: 813 Northshore Drive, Suite 201
Knoxville, TN 37919

Director: Richard B. Willingham

Address: 813 Northshore Drive, Suite 201
Knoxville, TN 37919

Director: Carl S. Thigpen

Address: 8030 Greystone Green
Birmingham, AL 35242

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

President: Joseph W. Reed

Address: 813 Northshore Drive, Suite 201
Knoxville, TN 37919

Vice President: _____

Address: _____

Secretary: R. Gary Higgins

Address: 813 Northshore Drive, Suite 201
Knoxville, TN 37919

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joseph W. Reed
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph W. Reed, President
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

ISSUANCE DATE: 11/17/1997
REQUEST NUMBER: 97321114
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 11/17/1997
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0340624
JURISDICTION: TENNESSEE

TO:
CAPITAL FILING SERVICE INC.
7051 HWY 70 SOUTH
NO 333
NASHVILLE, TN 37221

REQUESTED BY:
CAPITAL FILING SERVICE INC.
7051 HWY 70 SOUTH
NO 333
NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"FLORIDA APARTMENT HOLDINGS, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 AM 9:09

FOR: REQUEST FOR CERTIFICATE

ON DATE: 11/17/97

FROM:
CAPITAL FILING SERVICE, INC.
7051 HWY 70 S
#333
NASHVILLE, TN 37221-0000

RECEIVED: FEES \$100.00 \$20.00

TOTAL PAYMENT RECEIVED: \$120.00

RECEIPT NUMBER: 00002206078
ACCOUNT NUMBER: 00101230



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE