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ACCOUNT NO. : 072100000032

REFERENCE : 680719 4348748

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 23, 1998

ORDER TIME : 10:44 AM

ORDER NO. : 680719-005

CUSTOMER NO: 4348748

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-01/26/98--01049--034
****122.50 ****122.50

CUSTOMER: Ms. Peggy Brown
Trammell Crow Residential
Suite 1200 Lock Box 128
717 North Harwood
Dallas, TX 75201

FOREIGN FILINGS

NAME: HOLLAND LAND, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 26 PM 12:43

mtm
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RECEIVED
98 JAN 26 AM 11:41
DIVISION OF CORPORATIONS

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. HOLLAND LAND, 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. _____
(FEI number, if applicable)
4. January 7, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 717 N. Harwood, Suite 1200, LB128
Dallas, TX 75201
(Current mailing address)
8. Real Estate Development
(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 Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

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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: Cheryl L. Sparks
(Registered agent's signature)

Cheryl L. Sparks, Asst. Secy. of Corporation Service Company

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: _____ See attached list of Directors _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____ See attached list of Officers _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Peggy E. Brown
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Peggy E. Brown, Assistant Secretary
(Typed or printed name and capacity of person signing application)

OFFICERS AND DIRECTORS OF
TC RESIDENTIAL CHARLOTTE IV, INC.

DIRECTORS:

Douglas a. Hoeksema	541 South Orlando Ave., Suite 210 Maitland, FL 32751
Harlan R. Crow	2001 Ross Avenue, Suite 3200 Dallas, TX 75201
J. Ronald Terwilliger	2859 Paces Ferry Road, Suite 1400 Atlanta, GA 30339

OFFICERS:

Douglas a. Hoeksema President	541 South Orlando Ave., Suite 210 Maitland, FL 32751
Harlan R. Crow Vice President	2001 Ross Avenue, Suite 3200 Dallas, TX 75201
J. Ronald Terwilliger Vice President	2859 Paces Ferry Road, Suite 1400 Atlanta, GA 30339
Thomas J. Patterson Vice President	717 N. Harwood, Suite 1200, LB128 Dallas, TX 75201
Randy J. Pace Vice President/Secretary/Treasurer	717 N. Harwood, Suite 1200, LB128 Dallas, TX 75201
Joan C. Zanowick Assistant Secretary	541 South Orlando Ave., Suite 210 Maitland, FL 32751
Lee Ann Shamblin Assistant Secretary	717 N. Harwood, Suite 1200, LB128 Dallas, TX 75201
Peggy E. Brown Assistant Secretary	717 N. Harwood, Suite 1200, LB128 Dallas, TX 75201
Penny A. Lincoln Assistant Secretary	717 N. Harwood, Suite 1200, LB128 Dallas, TX 75201
Phyllis R. Cephas Assistant Secretary	717 N. Harwood, Suite 1200, LB128 Dallas, TX 75201

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

HOLLAND LAND, INC.
File No. 1473165-0

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.

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*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 7, 1998.*

Alberto R. Gonzales
Secretary of State

DEE