



THE UNITED STATES
CORPORATION
COMPANY

F98000002924

ACCOUNT NO. : 072100000032

REFERENCE : 827776 4322404

AUTHORIZATION :

COST LIMIT

Patricia 75 Pw

ORDER DATE : May 21, 1998

ORDER TIME : 11:01 AM

700002533417--1

ORDER NO. : 827776-025

CUSTOMER NO: 4322404

CUSTOMER: Susan E. Mitchell, Legal Asst
Jenkins & Gilchrist
Suite 3200
1445 Ross Avenue
Dallas, TX 75202-2711

825/22
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 12:31

FOREIGN FILINGS

NAME: POD 31 HOMES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 11:30

**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. POD 31 Homes, 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. April 27, 1998
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon or after acceptance of this application
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6
(Current mailing address)
8. real estate acquisition, development, ownership and operation
(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 St.

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.


(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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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: Robert Julien

Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: Michael D. Clarke

Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

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

President: Robert Julien

Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Vice President: Michael D. Clarke

Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Secretary: Michael D. Clarke

Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

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. Michael D. Clarke, Vice President Finance & Secretary
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POD 31 HOMES, 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 TWENTY-FIRST DAY OF MAY, A.D. 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
98 MAY 22 PM 12:31



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

9095705

05-21-98