

F980000002933

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

700002533457-7
-05/22/98--01081--003
*****70.00 *****70.00

SUBJECT: WATERSEdge BUILDERS, INC.
(Name of corporation - must include suffix)

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:

C. BROWN EDWARDS, JR.

(Name of Person)

MARTIN, SNOW, GRANT & NAPIER, LP

(Firm/Company)

P.O. BOX 1606

(Address)

MACON, GEORGIA 31202-1606

(City/State/Zip)

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

C. BROWN EDWARDS, JR.
(Name of Person)

at (912) 749-1706
(Area Code & Daytime Telephone Number)

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

FILED
98 MAY 22 PM 3:18
TALLAHASSEE FLORIDA
SECRETARY OF STATE

✓ 5/22

MARTIN, SNOW, GRANT & NAPIER, LLP
ATTORNEYS AT LAW

240 THIRD STREET
POST OFFICE BOX 1606
MACON, GEORGIA 31202-1606

NORTH MACON OFFICE:
4008 VINEVILLE
MACON, GEORGIA 31202-1606

TELEPHONE 912/749-1700
TELECOPIER 912/743-4204
E-Mail:msgn@mindspring.com

REMER C. DANIEL
WENDELL L. BOWDEN
EDWARD J. HARRELL
JOHN C. EDWARDS
J. KENNETH WALKER
ROBERT R. GUNN, II
JOHN T. MCGOLDRICK, JR.
CUBBEDGE SNOW, III
WILLIAM H. LARSEN
JOHN C. DANIEL, III
T. BARON GIBSON, II
JILL SHIPLEY THOMPSON
JAY C. TRAYNHAM
CRAWFORD B. EDWARDS, JR.
MICHAEL M. SMITH

LISA M. EDWARDS
BLAIR K. CLEVELAND
THOMAS PETER ALLEN, III
ROBERT A. WEBER, JR.
L. CLINT CROSBY
AMBER D. YAZINSKI

OF COUNSEL
GEORGE C. GRANT
T. BALDWIN MARTIN, JR.
CUBBEDGE SNOW, JR.
CHARLES M. CULVER

May 21, 1998

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: WatersEdge Builders, Inc.

Gentlemen:

Please find enclosed herewith the following documents with respect to qualifying the above-referenced corporation to do business in Florida:

1. Application By Foreign Corporation For Authorization to Transact Business in Florida;
2. Certificate of Existence issued by the Secretary of State of Georgia on May 11, 1998;
3. Our check in the amount of \$70.00 for the filing fee.

Please forward the letter of acknowledgment to me at your earliest convenience. If you have any questions with regard to this request, please do not hesitate to contact me.

With best regards, I remain

Very truly yours,



C. BROWN EDWARDS, JR.

CBE,JR.:awt
Enclosures

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. WATERSEdge BUILDERS, 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. GEORGIA 3. 58-2389677
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 11, 1998 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 15, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. P. O. Box 2799

Macon, Georgia 31203
(Current mailing address)

8. Purchasing, selling, developing, improving real property
(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: D. Stanton Ward

Office Address: 2649 Bluff Road

Apalachicola, Florida, 32320
(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.

D. Stanton Ward
(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.

FILED
98 MAY 22 PM 3:18
SECRETARY OF STATE
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: J. Sidney Dumas

Address: 2894 Vineville Avenue
Macon, Georgia 31204

Vice Chairman: John M. Davis

Address: 2894 Vineville Avenue
Macon, Georgia 31204

Director: D. Stanton Ward

Address: 2649 Bluff Road
Apalachicola, FL 32320

Director: _____

Address: _____

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

President: John M. Davis

Address: 2894 Vineville Avenue
Macon, GA 31204

Vice President: D. Stanton Ward

Address: 2649 Bluff Road
Apalachicola, FL 32320

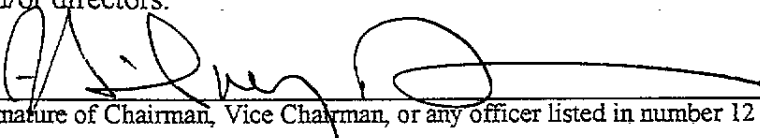
Secretary: J. Sidney Dumas

Address: 2894 Vineville Avenue
Macon, GA 31204

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. J. Sidney Dumas, Chairman
(Typed or printed name and capacity of person signing application)

FILED
98 MAY 22 PM 3:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 981320573
CONTROL NUMBER : 9817680
DATE INC/AUTH/FILED : 05/27/98
JURISDICTION : GEORGIA
PRINT DATE : 05/27/1998
FORM NUMBER : 21

98 MAY 22 PM 3:18
SECRETARY OF STATE
ATLANTA, GEORGIA
FILED

MARTIN SNOW GRANT & NAPIER
C. EDWARD BROWN, JR.
P.O. BOX 1606
MACON GA 31202-1606

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**WATERSEGE BUILDERS, INC.
A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

