

F98000003400

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The Preston Phillips Partnership, Inc.
(Name of corporation - must include suffix)

FILED
98 JUN 16 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Holly Rollins
(Name of Person)

900002518839--3
-05/11/98--01095--005
****78.75 ****78.75

The Preston Phillips Partnership, Inc.
(Firm/Company)

9000 Central Park W., Suite 100
(Address)

Atlanta, GA 30328
(City/State/Zip)

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

900002518839--3
-06/16/98--01035--001
***1150.00 ***1150.00

Holly Rollins at (770) 396-8752
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

W98-10674
22 6/16/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 5, 1998

HOLLY ROLLINS
THE PRESTON PHILLIPS PARTNERSHIP, INC.
9000 CENTRAL PARK W., SUITE 100
ATLANTA, GA 30328

SUBJECT: THE PRESTON PHILLIPS PARTNERSHIP, INC.
Ref. Number: W98000010674

FILED
98 JUN 16 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for THE PRESTON PHILLIPS PARTNERSHIP, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 198A00031968



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 11, 1998

HOLLY ROLLINS
THE PRESTON PHILLIPS PARTNERSHIP, INC.
9000 CENTRAL PARK W., SUITE 100
ATLANTA, GA 30328

SUBJECT: THE PRESTON PHILLIPS PARTNERSHIP, INC.
Ref. Number: W98000010674

FILED
98 JUN 16 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for THE PRESTON PHILLIPS PARTNERSHIP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 498A00026023

**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. The Preston Phillips Partnership, 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. 58-2158946
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/27/95 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 9000 Central Park West, Suite 100
Atlanta, GA 30328
(Current mailing address)

8. Architecture
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporations

Office Address: 1200 South Pine Island Rd
Plantation, Fl., Florida, 33324
(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) **JENNIFER F AULTMAN**
ASSISTANT 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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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

President: Robert Nicholas Preston

Address: 9000 Central Park West, Suite 100
Atlanta, GA 30328

Vice President: Jerry Phillips

Address: 9000 Central Park West, Suite 100
Atlanta, GA 30328

Secretary: Robert N. Preston

Address: 9000 Central Park W., Suite 100
Atlanta, GA 30328

Treasurer: _____

Address: _____

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

13. Robert N. Preston
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert N. Preston, Principal
(Typed or printed name and capacity of person signing application)

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

DOCKET NUMBER : 981180850
CONTROL NUMBER : 9504392
DATE INC/AUTH/FILED: 01/27/1995
JURISDICTION : GEORGIA
PRINT DATE : 04/28/1998
FORM NUMBER : 211

THE PRESTON PHILLIPS PARTNERSHIP, INC.
ATTN: HOLLY ROLLINS
9000 CENTRAL PARK WEST/STE 100
ATLANTA GA 30328

FILED
98 JUN 16 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

THE PRESTON PHILLIPS PARTNERSHIP, 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

