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ACCOUNT NO. : 072100000032

REFERENCE : 886388 4330509

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 9, 1998

ORDER TIME : 3:02 PM

ORDER NO. : 886388-005

CUSTOMER NO: 4330509

CUSTOMER: Mr. John Bagwell
Powell Goldstein Frazer &
6th Floor
1001 Pennsylvania Avenue, N.w.
Washington, DC 20004

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*****70.00 *****70.00

FOREIGN FILINGS

NAME: DIVERSIFIED INVESTMENTS-GLEN
ELLEN, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILE 1ST

DIVISION OF CORPORATION

98 JUL 13 PM 4:06

98 JUL 13 AM 9:54

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

7/14

mtu

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Diversified Investments - Glen Ellen, 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 52-2091828
(FEI number, if applicable)
4. July 7, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 4340 East West Highway, Suite 206
Bethesda, Maryland 20814
(Current mailing address)
8. To serve as general partner of Glen Ellen Mobile Home Park, L.P., a Delaware limited partnership owning, operating and managing property at 2882 Gulf to Bay Boulevard (Route 60), Clearwater, Florida, and activities incidental thereto.
(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)

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: Karen B. Rozar

Karen B. Rozar, As Its 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: Barry L. Haase

Address: 4340 East West Highway, Suite 206
Bethesda, Maryland 20814

Vice Chairman: _____

Address: _____

Director: Philip S. Moreau

Address: 4340 East West Highway, Suite 206
Bethesda, Maryland 20814

Director: _____

Address: _____

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

CFO: Barry L. Haase

Address: 4340 East West Highway, Suite 206
Bethesda, Maryland 20814

President: Philip S. Moreau

Address: 4340 East West Highway, Suite 206
Bethesda, Maryland 20814

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. _____

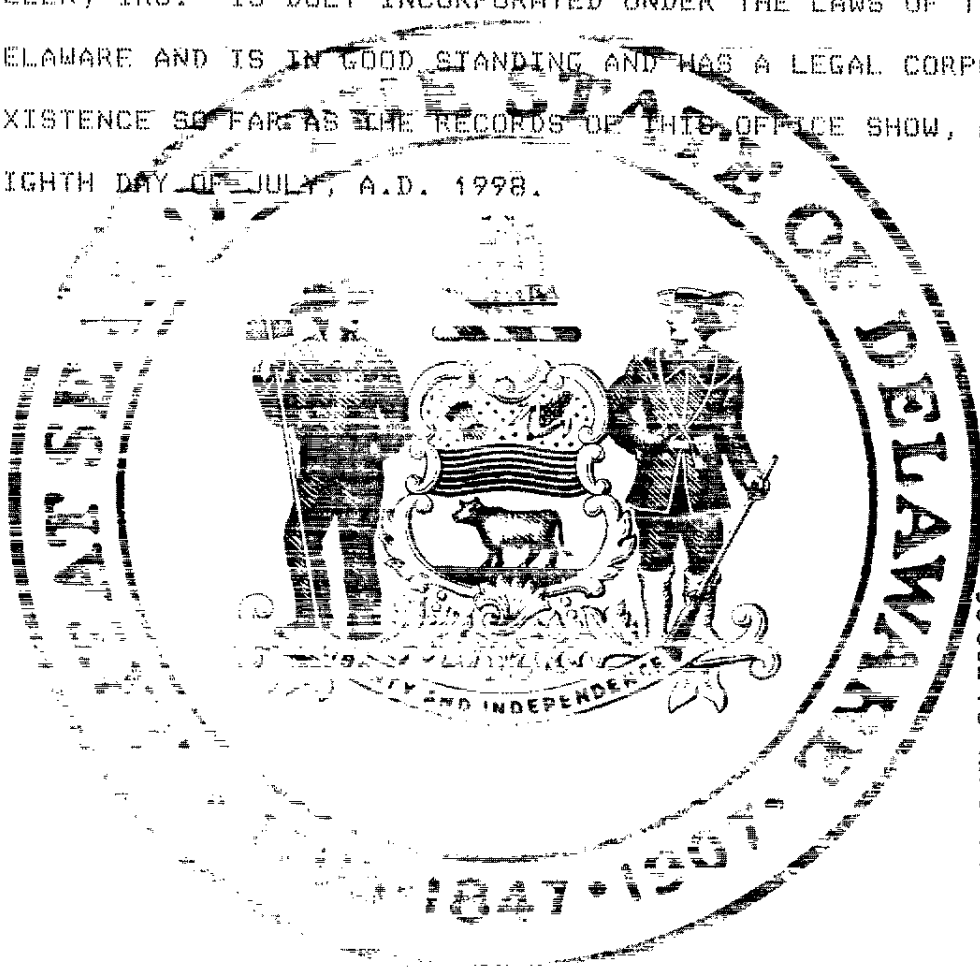
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Philip S. Moreau, President

(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIVERSIFIED INVESTMENTS - GLEN ELLEN, 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 EIGHTH DAY OF JULY, A.D. 1998.



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DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9184847

DATE:

07-08-98