

F98000004239

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The Apartment Network of Georgia, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

700002580697--0
-07/06/98--01100--003
*****70.00 *****70.00

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:

Gerald D. Quast

(Name of Person)

Gerald D. Quast, P.C.

(Firm/Company)

3011 Montecito Dr., Ste. 200

(Address)

Denton, Texas 76205-8517

(City/State/Zip)

W98-15356

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 PM 12:32

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

Gerald D. Quast

(Name of Person)

at (940) 243-0753

(Area Code & Daytime Telephone Number)

STREET 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

Name conflict
797-77626



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 7, 1998

GERALD D. QUAST
GERALD D. QUAST, P.C.
3011 MONTECITO DR., STE. 200
DENTON, TX 76205-8517

SUBJECT: THE APARTMENT NETWORK OF GEORGIA, INC.
Ref. Number: W98000015356

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DIVISION OF CORPORATIONS
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We have received your document for THE APARTMENT NETWORK OF GEORGIA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

If you would like to adopt the name "THE APARTMENT NETWORK OF GEORGIA, INC." for use in Florida, you must submit a resolution by the board of directors. Please find a resolution form enclosed for your convenience.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 498A00036222

7-23-98

Please find attached the required Resolution.
We are hopeful that this will satisfy
the requirements for filing of the
attached which was originally
sent to your office on June 24, 1998.

Diana C. C. C.

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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DIVISION OF CORPORATIONS
98 JUL 24 PM 12:36

I, the undersigned John D. Heikenfeld, do hereby certify
(Name)

that this Resolution of the Board of Directors of The Apartment Network, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Georgia,

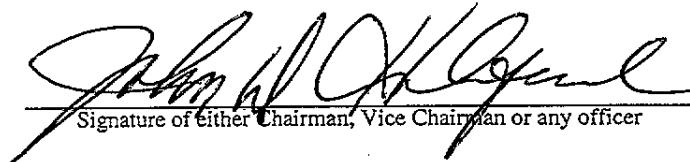
was duly adopted on July 7, 1998.

Be it resolved, that The Apartment Network, Inc.,
(Corporate Name)

organized and existing in the State of Georgia, hereby adopts the name

The Apartment Network of Georgia, Inc. for use in Florida.

Dated: July 16, 1998


Signature of either Chairman, Vice Chairman or any officer

John D. Heikenfeld, President
Type or print name

**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 Apartment Network, 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
(State or country under the law of which it is incorporated)
3. 58-2327369
(FEI number, if applicable)
4. July 7, 1997
(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.)
3423 Piedmont Road, Suite 315, Atlanta, Georgia 30305
Attn: Mr. John D. Heikenfeld
(Current mailing address)
7. All purposes allowed by Florida law
(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 Corporation System
Office Address: 1200 S. Pine Island Rd.
Plantation, Florida, 33324
(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.


(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.

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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: John D. Heikenfeld

Address: 3423 Piedmont Road, Ste. 315, Atlanta, Georgia 30305

Director: N/A

Address: _____

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

President: John D. Heikenfeld

Address: 3423 Piedmont Road, Ste. 315, Atlanta, Georgia 30305

Vice President: John D. Heikenfeld

Address: 3423 Piedmont Road, Ste. 315, Atlanta, Georgia 30305

Secretary: John D. Heikenfeld

Address: 3423 Piedmont Road, Ste. 315, Atlanta, Georgia 30305

Treasurer: John D. Heikenfeld

Address: 3423 Piedmont Road, Ste. 315, Atlanta, Georgia 30305

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. John D. Heikenfeld, President

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

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

DOCKET NUMBER : 981400702
CONTROL NUMBER : 9725494
DATE INC/AUTH/FILED: 07/07/1997
JURISDICTION : GEORGIA
PRINT DATE : 05/20/1998
FORM NUMBER : 211

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DIVISION OF CORPORATIONS

98 JUL 24 PM 12:33

GERALD QUAST, P.C.
3011 MONTECITO DRIVE
SUITE 200
DENTON TX 76205

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 APARTMENT NETWORK, 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

