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Paralegal & Attorney Service Bureau, Inc.
d/b/a CAPITOL SERVICES

Requestor's Name

1406 Hays St., Suite 2

Address

Tallahassee, FL 32301

City/State/Zip

850/878-4734 or

850/656-3992

Phone #

900002601549--6

-07/29/98--01056--014

****183.75 ****183.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. D.F. Real Estate Co. Shire II, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time

☐ Will wait

7/29

☐ Photocopy

☒ Certified Copy (2)

☒ Certificate of Status

RECEIVED
98 JUL 29 AM 11:14
DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 12:05

mtc
7/29

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: D&F Real Estate Co. Shire II, 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:

Howard P. Satsky
(Name of Person)
SATISKY & SILVERSTEIN, L.L.P.
(Firm/Company)
900 Ridgely Drive, Suite 250
(Address)
Raleigh, NC 27609
(City/State/Zip)

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

Howard P. Satsky at (919) 790-9102
(Name of Person) (Area Code & Daytime Telephone Number)

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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

**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. D&F Real Estate Co. Shire II, 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. North Carolina 3. 56-1807062
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12-31-92 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 30, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. D&F Real Estate Co. Shire II, Inc.
c/o Drucker & Falk, LLC
7200 Stonehenge Drive, Suite 211
Raleigh, NC 27613 (Current mailing address)

8. Sole general partner in a limited partnership which will purchase and manage an apartment project in the State of Florida
(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: Daniel M. Hunter

Office Address: 243 West Park Avenue, Suite 101

Winter Park, Florida, 32789
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David C. Falk, Sr.

c/o Drucker & Falk, LLC

Address: 7200 Stonehenge Drive, Suite 211

Raleigh, NC 27613

Director: Erwin B. Drucker

c/o Drucker & Falk, LLC

Address: 9286 Warwick Blvd.

Newport News, VA 23607

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

President: David C. Falk, Sr.

c/o Drucker & Falk, LLC

Address: 7200 Stonehenge Drive, Suite 211

Raleigh, NC 27613

Vice President: Erwin B. Drucker

c/o Drucker & Falk, LLC

Address: 9286 Warwick Blvd.

Newport News, VA 23607

Secretary & Treasurer: Wendy Drucker

c/o Drucker & Falk, LLC

Address: 9286 Warwick Blvd.

Newport News, VA 23607

ASST. SECRETARIES:

John Munick

c/o Drucker & Falk, LLC

9286 Warwick Blvd.

Newport News, VA 23607 &

Treasurer: See above.

David C. Falk, Jr.
c/o Drucker & Falk, LLC

Address: 7200 Stonehenge Drive, Suite 211

Raleigh, NC 27613

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. David C. Falk, Sr., President, Director

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

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STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

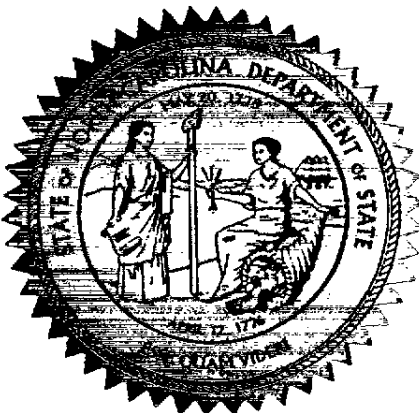
I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

D&F REAL ESTATE CO. SHIRE II, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 31st day of December, 1992, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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DIVISION OF CORPORATIONS
JUL 29 1998
CH: B5



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 6th day of July, 1998.

Elaine F. Marshall

Secretary of State