

F98000004906

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Horizon Properties Incorporated

(Name of corporation - must include suffix)

Dear Sir or Madam:

600002590676--3
-07/16/98--01062--001
*****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:

W98-16193

James Bartley Sides

(Name of Person)

Horizon Properties Incorporated

(Firm/Company)

25125 Canal Road, Suite 9

(Address)

Orange Beach, Alabama 36561

(City/State/Zip)

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

James Bartley Sides

(Name of Person)

at (334) 981-1404

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE FLORIDA
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FILED
W98/31

HELMSING, SIMS & LEACH

A PROFESSIONAL CORPORATION

LAWYERS

150 GOVERNMENT STREET
MOBILE, ALABAMA

July 14, 1998

LARRY U. SIMS
FREDERICK G. HELMSING *
JOHN N. LEACH
WARREN C. HERLONG, JR.
JAMES B. NEWMAN
ROBERT H. ROUSE
CHARLES H. DODSON, JR.
RICHARD E. DAVIS
JOSEPH P. H. BABINGTON **
R. ALAN ALEXANDER
JOHN J. CROWLEY, JR.
JOSEPH D. STEADMAN
TODD S. STROHMEYER
WILLIAM R. LANCASTER †
ROBIN KILPATRICK FINCHER **
JOHN T. DUKES
LESLIE T. FIELDS
P. BRADLEY MURRAY
J. CASEY PIPES

MAILING ADDRESS
POST OFFICE BOX 2767
MOBILE, ALABAMA 36652

STREET ADDRESS
SUITE 2000 LACLEDE BUILDING
150 GOVERNMENT STREET
MOBILE, ALABAMA 36602

TELEPHONE (334) 432-5521
TELECOPIER (334) 432-0633

* ALSO ADMITTED IN FLORIDA
** ALSO ADMITTED IN LOUISIANA
† ALSO ADMITTED IN MISSISSIPPI AND TEXAS

Florida Secretary of State
Qualification Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Horizon Properties Incorporated
HS&L File No.: 7389

Dear Sir or Madam:

Enclosed herewith is an Application by Foreign Corporation for Authorization to Transact Business in Florida for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 for the registration fee of same.

If you need anything further in order to process this application, please contact the undersigned immediately.

Yours very truly,


AMY B. PORTER

/abp
Enclosures
cc: Mr. J. Bartley Sides



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 16, 1998.

JAMES BARTLEY SIDES
HORIZON PROPERTIES INCORPORATED
25125 CANAL ROAD, SUITE 9
ORANGE BEACH, AL 36561

SUBJECT: HORIZON PROPERTIES INCORPORATED
Ref. Number: W98000016193

We have received your document for HORIZON PROPERTIES INCORPORATED 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 designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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.)

A brief description of the entity's nature of business must be included in the document.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 698A00037896

HELMSING, SIMS & LEACH

A PROFESSIONAL CORPORATION

LAWYERS

150 GOVERNMENT STREET
MOBILE, ALABAMA

August 27, 1998

LARRY U. SIMS
FREDERICK G. HELMSING*
JOHN N. LEACH
WARREN C. HERLONG, JR.
JAMES B. NEWMAN
ROBERT H. ROUSE
CHARLES H. DODSON, JR.
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† ALSO ADMITTED IN MISSISSIPPI AND TEXAS

Florida Secretary of State
Qualification Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314
ATTENTION: LEE RIVERS, DOCUMENT SPECIALIST

**Re: Horizon Properties Incorporated
Your Letter Number: 698A00037896, dated July 16, 1998
Our File No.: 7389**

Dear Lee:

Enclosed please find a copy of the above-referenced Letter, along with our original Application by Foreign Corporation for Authorization to Transact Business in Florida, and a Resolution of the Board of Directors, adopting the name H. Properties Incorporated, for use in the state of Florida.

If you should have any questions regarding this filing, please contact the undersigned. Your mailing indicating the acceptance of this filing should be directed to the undersigned at the above address.

Yours very truly,


ROBIN K. FINCHER

RKF/abp
Enclosures
cc: Mr. J. Bartley Sides (w/enclosures)

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

FILED
98 AUG 31 AM 8:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned James Bartley Sides, do hereby certify
(Name)

that this Resolution of the Board of Directors of Horizon Properties Incorporated

(Corporate Name)

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

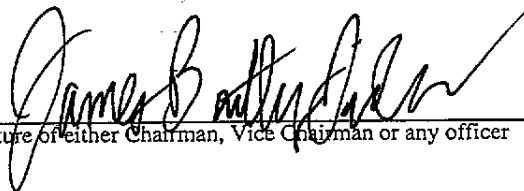
was duly adopted on August 26, 19 98.

Be it resolved, that Horizon Properties Incorporated,
(Corporate Name)

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

H. Properties Incorporated for use in Florida.

Dated: August 26, 1998


Signature of either Chairman, Vice Chairman or any officer

James Bartley Sides
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. Horizon Properties Incorporated

(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. Alabama

(State or country under the law of which it is incorporated)

3. 63-1154904

(FEI number, if applicable)

4. September 27, 1995

(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 817.1501, F.S.))

7. 25125 Canal Road, Suite 9

Orange Beach, Alabama 36561

(Current mailing address)

8. real estate

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, 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.

Dale G. Morris

(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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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: James Bartley Sides

Address: 3376 Jefferson Avenue

Orange Beach, Alabama 36561

Director: _____

Address: _____

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

President: James Bartley Sides

Address: 3376 Jefferson Avenue

Orange Beach, Alabama 36561

Vice President: _____

Address: _____

Secretary: James Gardner Lee

Address: 20029 Crestmont Drive

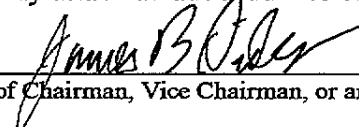
Birmingham, Alabama 35226

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

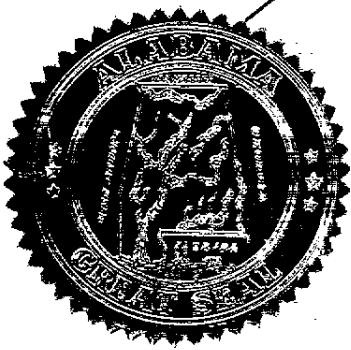
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James Bartley Sides, Director and President
(Typed or printed name and capacity of person signing application)

STATE OF ALABAMA

I, **Jim Bennett**, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Horizon Properties Incorporated incorporated in Mobile County, Mobile, Alabama on September 27, 1995. I further certify that the records do not disclose that said Horizon Properties Incorporated has been dissolved.

FILED
98 AUG 31 AM 10:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

June 24, 1998

Date



Jim Bennett

Secretary of State