

F98000004990

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: FREEMAN & VAUGHN ENGINEERING, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

600002627306--4

-08/28/98--01024--001

*****78.75, *****78.75

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.

W98-19778

Please return all correspondence concerning this matter to the following:

JAMES C. VAUGHN, JR.

(Name of Person)

FREEMAN & VAUGHN ENGINEERING

(Firm/Company)

308 COMMERCIAL DRIVE

(Address)

SAVANNAH, GA 31406

(City/State/Zip)

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

JAMES C. VAUGHN, JR.

(Name of Person)

at (912) 355-9603

(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

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 28, 1998

JAMES C. VAUGHN, JR.
FREEMAN & VAUGHN ENGINEERING
308 COMMERCIAL DRIVE
SAVANNAH, GA 31406

SUBJECT: FREEMAN & VAUGHN ENGINEERING, INC.
Ref. Number: W98000019778

We have received your document for FREEMAN & VAUGHN ENGINEERING, 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 798A00044627

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AFFIDAVIT


SUBJECT: FREEMAN & VAUGHN ENGINEERING, INC.
REF. NO: W98000019778

TO WHOM IT MAY CONCERN:

THE PURPOSE OF THIS DOCUMENT IS TO RECTIFY ERRONEOUS INFORMATION PROVIDED ON APPLICATION TO TRANSACT BUSINESS IN FLORIDA.

PURSUANT TO SECTION 607.1501 (2) (j), ITEM 6 (DATE FIRST TRANSACTED BUSINESS IN FLORIDA) IS FEBRUARY 9, 1998.

THE DATE GIVEN, OCTOBER 1997, WAS FOR AN ISOLATED NON-ROUTINE TRANSACTION THAT WAS COMPLETED WITHIN 30 DAYS. THE JOB WAS OPENED ON OCTOBER 6, 1997, WORK COMPLETED AND BILLED IN FULL OCTOBER 20, 1997 AND CLOSED UPON RECEIPT OF PAYMENT.


(JAMES C. VAUGHN, JR.)

09/01/98
(DATE)

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BEFORE ME THIS 1ST DAY OF SEPTEMBER 1998, APPEARED

JAMES C. VAUGHN, JR., TO AFFIRM THE ABOVE STATEMENT

TO BE TRUE AND FACTUAL.


(NOTARY PUBLIC)

9/1/98
(DATE)

DOROTHY A. MARKS
Notary Public, Chatham County, GA.
My Commission Expires July 12, 1999

(DATE MY COMMISSION EXPIRES)

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

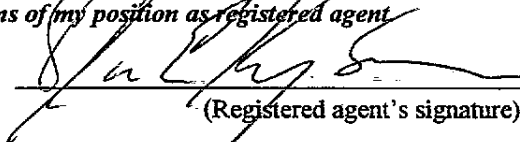
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. FREEMAN & VAUGHN ENGINEERING, 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 - 1976099
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JANUARY 1992 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. OCTOBER 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. POST OFFICE BOX 15845
SAVANNAH, GA 31416
(Current mailing address)
8. CONSULTING ENGINEERING
(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: Gene E. Keyser, Ph.D.
- Office Address: 3311 Scrub Oak Ln.
JACKSONVILLE, Florida, 32223
(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: MITCHELL E. FREEMAN

Address: 87 OLEANDER STREET,
RICHMOND HILL, GA 31324

Vice Chairman: JAMES C. VAUGHN, JR.

Address: 113 DOVE LANE
SAVANNAH, GA 31406

Director: A. W. McCONNELL

Address: 117 CITATION COURT
BIRMINGHAM, AL 35209

Director: JAMES C. VAUGHN, SR.

Address: 503 BUCCANEER BEND
SAVANNAH, GA 31406

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

President: MITCHELL E. FREEMAN

Address: 87 OLEANDER STREET
RICHMOND HILL, GA 31324

Vice President: MICHAEL A. HUSSEY

Address: 606 EAST 50TH STREET
SAVANNAH, GA 31405

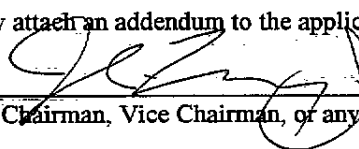
Secretary: JAMES C. VAUGHN, JR.

Address: 113 DOVE LANE
SAVANNAH, GA 31406

Treasurer: JAMES C. VAUGHN, JR.

Address: 113 DOVE LANE
SAVANNAH, GA 31406

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 C. VAUGHN, JR. - VICE CHAIRMAN, SECRETARY, TREASURER
(Typed or printed name and capacity of person signing application)

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Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982100754
CONTROL NUMBER : 9201762
DATE INC/AUTH/FILED : 01/28/1992
JURISDICTION : GEORGIA
PRINT DATE : 07/29/1998
FORM NUMBER : 211

DOT MARKS
308 COMMERCIAL DRIVE
SAVANNAH GA 31406

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

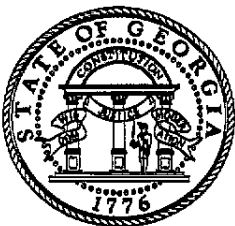
**FREEMAN & VAUGHN ENGINEERING, INC.
A DOMESTIC PROFIT CORPORATION**

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



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