

F98000005378



ACCOUNT NO. : 072100000032

REFERENCE : 974320 4322404

AUTHORIZATION : *Patricia Pigots*

COST LIMIT : \$ 70.00

ORDER DATE : September 25, 1998

ORDER TIME : 10:06 AM

ORDER NO. : 974320-005

CUSTOMER NO: 4322404

CUSTOMER: Susan E. Mitchell, Legal Asst
Jenkins & Gilchrist
Suite 3200
1445 Ross Avenue
Dallas, TX 75202-2711

FILED
98 SEP 25 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W29/25

FOREIGN FILINGS

700002648907--3

NAME: EVERGREEN LAKES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

RECEIVED
98 SEP 25 AM 10:41
DEPARTMENT OF REVENUE
DIVISION OF REVENUE
TALLAHASSEE, FLORIDA

**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. Evergreen Lakes, 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)
(FEI number, if applicable)
4. September 22, 1998
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon or after qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. c/o Kolter Corporation
2200 Yonge Street, Suite 1600, Toronto, Ontario Canada M4S 2C6
(Current mailing address)
8. real estate acquisition, ownership, development and operation
(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.


(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: Robert Julien
Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Vice Chairman: _____
Address: _____

Director: Michael Clarke
Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Director: _____
Address: _____

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


President: Robert Julien
Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Vice President: Michael Clarke
Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Secretary: Michael Clarke
Address: 2200 Yonge Street, Suite 1600
Toronto, Ontario, Canada M4S 2C6

Treasurer: _____
Address: _____

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. Michael Clarke, Vice President Finance & Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EVERGREEN LAKES, 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 TWENTY-SECOND DAY OF SEPTEMBER, A.D. 1998.

FILED
98 SEP 25 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2947004 8300

DATE: 9315713

981367263

09-22-98