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Andrew R. Reilly  
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Andrew R. Reilly  
Fred Reilly

November 23, 1998

Via Federal Express  
Tel. (850) 488-9000

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Filing of Village At Town Center Limited Partnership  
Your letter no. 698A00038122

W98-26569

Dear Sir,

This is to supplement my July 22, 1998 response to your letter dated July 17, 1998 by submitting the following:

A. Domestication of Administrative General Partner of Village at Town Center Limited Partnership.

1. Application By Foreign Corporation For Authorization To Transact Business in Florida.
2. Certificate of Good Standing of Brown VTC, Inc., a Maryland corporation.
3. My firm check in the amount of \$292.50 for:

700002697487--6

-11/30/98--01068--001

\*\*\*\*105.00 \*\*\*\*105.00

a. \$70.00 Registration Fee.

~~b. \$35.00 Registered Agent Designation.~~

c. \$105.00 Certified copies (2) x 875 = 1750

d. \$17.50 Certificate of Status (2). 17.50

292.50

105.00

B. Register General Partner of Village at Town Center Limited Partnership.

187.50

1. Partnership Registration Statement.
2. My firm check in the amount of \$172.50 for:
  - a. \$50.00 Filing Fee.
  - b. \$105.00 Certified copy (2).
  - c. \$17.50 Certificate of Status (2).

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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3DEPTSTATE.LTR (97R960) ADF 11/23/98

"The courts shall be open to every person for redress of any injury,  
and justice shall be administered without sale, denial or delay."

Article I, § 21 - Florida Constitution

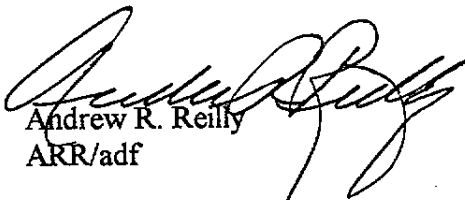
- C. In my original letter, July 14, 1998, I requested only one certified copy of Certification of Village at Town Center Limited Partnership and one additional copy of certification. I need two of each. Enclosed is my firm check in the amount of \$61.25 for these second copies.
- D. On July 22, 1998 I forwarded an additional \$50.00 filing fee as requested by your July 17, 1998 letter. Copies of my July 14<sup>th</sup> and July 22<sup>nd</sup> letters are enclosed for reference.

Also enclosed is a Federal Express Mailer (pre addressed with our account number). Would you please use it to forward the various certificates and copies to me at:

Andrew R. Reilly & Associates  
Andrew R. Reilly, Esquire  
95 South 10<sup>th</sup> Street  
Haines City, FL 33844

Thank you for your kind assistance.

Very truly yours,



Andrew R. Reilly  
ARR/adf

xc: John H. Marling  
Terry F. Hall, Esquire



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 25, 1998

ANDREW R. REILLY & ASSOCIATES  
ANDREW R. REILLY, ESQUIRE  
95 SOUTH 10TH STREET  
HAINES CITY, FL 33844

SUBJECT: BROWN VTC, INC.  
Ref. Number: W98000026569

Your application for the above-named corporation has been received but has not been filed because your check was for \$187.50 too much. That check is returned to you herewith. Please remit a check for \$105.00 with a copy of this letter. The cost of certified copies has been changed from \$52.50 to \$8.75, and the \$35 registered agent fee you submitted is included in the \$70 registration fee you submitted. The \$105.00 amount will cover filing, 2 certificates, and 2 certified copies.

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: 798A00056436

# 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. BROWN VTC, 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. MARYLAND

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

3. 52-2111353

(FBI number, if applicable)

4. 6-15-98

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or Perpetual)

6. Corporation has not transacted business in Florida.

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 225 East Redwood Street

Baltimore, Maryland 21202

(Current mailing address)

8. REAL ESTATE INVESTMENTS

(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: ANDREW R. REILLY

Office Address: 95 S. 10TH STREET, P.O. BOX 2039

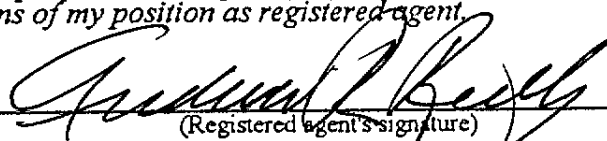
HAINES CITY

, Florida, 33844

(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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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: John M. Prugh

Address: 225 East Redwood Street, Baltimore, Maryland 21202

Vice Chairman: Peter E. Bancroft

Address: 225 East Redwood Street, Baltimore, Maryland 21202

Director: Terry F. Hall

Address: 225 East Redwood Street, Baltimore, Maryland 21202

Director:

Address:

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

President: John M. Prugh

Address: 225 East Redwood Street  
Baltimore, Maryland 21202

Vice President: Peter E. Bancroft

Address: 225 East Redwood Street  
Baltimore, Maryland 21202

Secretary: Terry F. Hall

Address: 225 East Redwood Street  
Baltimore, Maryland 21202

Treasurer: Timothy M. Gisriel

Address: 225 East Redwood Street  
Baltimore, Maryland 21202

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

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

14. Terry F. Hall, Secretary  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

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# STATE OF MARYLAND

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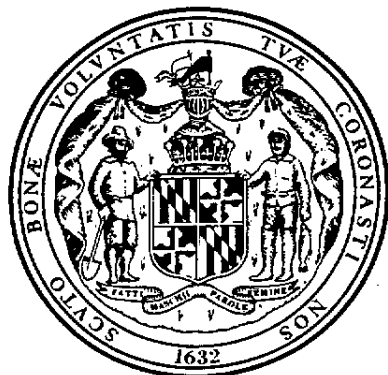
## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, BETTY CHASE OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BROWN VTC, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 16TH DAY OF NOVEMBER, 1998.

*Betty Chase*  
BETTY CHASE  
CHARTER DIVISION