

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DAVIDSON & GOLDEN, P.C.

(Name of corporation - must include suffix)

Dear Sir or Madam:

200002754082--0

-01/25/99-01142-003

The enclosed "Application by Foreign Corporation for Authorization
"Certificate of Existence", and check are submitted to register the
transact business in Florida.

*****70.00 *****70.00

Please return all correspondence concerning this matter to the following

JAMES C. LUNDY, JR.

(Name of Person)

DAVIDSON & GOLDEN, P.C.

(Firm/Company)

SIX CADILLAC DRIVE, SUITE 410

(Address)

BRENTWOOD, TENNESSEE 37024

(City/State/Zip)

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

JAMES C. LUNDY, JR.

(Name of Person)

at 615-661-6599

(Area Code & Daytime Telephone Number)

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

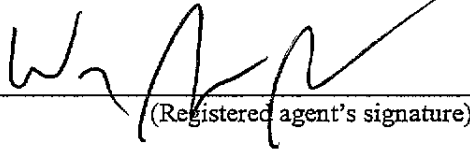
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. DAVIDSON & GOLDEN, P.C.
(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. TENNESSEE
(State or country under the law of which it is incorporated)
3. 62-1397304
(FEI number, if applicable)
4. JULY 1, 1989
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. JANUARY 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. SIX CADILLAC DRIVE, SUITE 410
BRENTWOOD, TENNESSEE 37027
(Current mailing address)
8. ACCOUNTING AND CONSULTING SERVICES
(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: WILLIAM N. PLATZER
300 SOUTH PINE ISLAND ROAD, SUITE 110
Office Address: 300 N.W. 82ND AVENUE, SUITE 405
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.

(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)

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TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P. O. Box NOT acceptable)

Chairman: ROBERT A. DAVIDSON

Address: SIX CADILLAC DRIVE, SUITE 410
BRENTWOOD, TENNESSEE 37027

Vice Chairman: _____

Address: _____

Director: GREGORY W. GOLDEN

Address: SIX CADILLAC DRIVE, SUITE 410
BRENTWOOD, TENNESSEE 37027

Director: _____

Address: _____

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

President: ROBERT A. DAVIDSON

Address: SIX CADILLAC DRIVE, SUITE 410
BRENTWOOD, TENNESSEE 37027

Vice President: GREGORY W. GOLDEN

Address: SIX CADILLAC DRIVE, SUITE 410
BRENTWOOD, TENNESSEE 37027

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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

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

14. GREGORY W. GOLDEN, VICE PRESIDENT
ROBERT A. DAVIDSON, PRESIDENT

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

**Secretary of State
Corporations Section**

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 12/30/1998
REQUEST NUMBER: 98364117A
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 06/21/1989
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0217179
JURISDICTION: TENNESSEE

TO:
DAVIDSON & GOLDEN, P.C.
PO BOX 2432

REQUESTED BY:
DAVIDSON & GOLDEN, P.C.
PO BOX 2432

BRENTWOOD, TN 37024-2432

BRENTWOOD, TN 37024-2432

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"DAVIDSON & GOLDEN, P.C."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 12/30/98

FROM:
DAVIDSON & GOLDEN, P.C.
25 CENTURY BLVD.
P.O. BOX 290184
NASHVILLE, TN 37229-0184

RECEIVED: FEES \$40.00 \$0.00

TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002402762

ACCOUNT NUMBER: 00179010



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE