

ANTS, Inc.
3111 Paces Mill Road
Suite A-200
Atlanta, GA 30339

December 18, 1998

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

F99000000602

*Via FedEx
2nd Day*

Re: *ANTS, Inc.*, FEIN: 58-2415852
Windover Orlando L.P., LTD, FEIN: 58-2178729
Georgian Hills Associates, L.P., LTD, FEIN: 58-1524861

300002722743--5
-12/28/98--01005--001
*****78.75 *****78.75

Dear Madame/Sir:

Enclosed please find the following documents for filing in connection with the above corporation and limited partnerships:

- ❖ Application By Foreign Corporation For Authorization To Transact Business In Florida for ANTS, Inc., a Georgia corporation, accompanied by the Certificate of Existence from the Georgia Secretary of State and our check number 1 in the amount of \$78.75 to cover the corresponding fees. Please send the certificate of status to the undersigned at 3111 Paces Mill Road, Suite A-200, Atlanta, GA 30339.
- ❖ Certificate of Amendment to Application For Registration of *Windover Orlando L.P., LTD* to amend the general partner and our check number 460 in the amount of \$105. Please send a certified copy of the amendment to the undersigned at 3111 Paces Mill Road, Suite A-200, Atlanta, GA 30339.
- ❖ 1999 Limited Partnership Annual Report for *Windover Orlando L.P., LTD* and our check number 461 in the amount of \$535 to cover the corresponding fees. Please send the certificate of status to the undersigned at 3111 Paces Mill Road, Suite A-200, Atlanta, GA 30339.
- ❖ Certificate of Amendment to Application For Registration of *Georgian Hills Associates, L.P., LTD* to amend the general partner and our check number 3741 in the amount of \$105. Please send a certified copy of the amendment to the undersigned at 3111 Paces Mill Road, Suite A-200, Atlanta, GA 30339.
- ❖ 1999 Limited Partnership Annual Report for *Georgian Hills Associates, L.P., LTD* and our check number 3742 in the amount of \$535 to cover the corresponding fees. Please send the certificate of status to the undersigned at 3111 Paces Mill Road, Suite A-200, Atlanta, GA 30339.

If you have any questions, please do not hesitate to contact the undersigned at 770-984-9500.

Sincerely,

ANTS, Inc.



By: Cynthia M. Samuels
Investor Relations

Enclosures

~~478-28831~~

2/1

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 28, 1998

CYNTHIA SAMUELS
ANTS, INC.
3111 PACES MILL RD, SUITE A-200
ATLANTA, GA 30339

SUBJECT: ANTS, INC.
Ref. Number: W98000028837

We have received your document for ANTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.)

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 998A00060463

**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. ANTS, 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. 58-2415852
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/5/97 5. Perpetual
(Date of incorporation) (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 817.155, F.S.)
7. 3111 Paces Mill Road, Suite A-200
Atlanta, Georgia 30339
(Current mailing address)
8. General Partner for real estate investments
(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: 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.

JENNIFER F AULTMAN
ASSISTANT SECRETARY

(Registered agent's signature)

JENNIFER F AULTMAN
ASSISTANT SECRETARY

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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DIVISION OF CORPORATIONS
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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: _____

Address: _____

Director : Peter D. Anzo

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

Director: Stephanie A. Reed

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

Director: Gilbert H. Watts, Jr.

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

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

President: Peter D. Anzo

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

Vice President: Stephanie A. Reed

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

Secretary: Stephanie A. Reed

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

Treasurer: Stephanie A. Reed

Address: 3111 Paces Mill Road, Suite A-200

Atlanta, Georgia 30339

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. Stephanie A. Reed, Vice President

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

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 983500917
CONTROL NUMBER : 9743899
DATE INC/AUTH/FILED: 12/05/1997
JURISDICTION : GEORGIA
PRINT DATE : 12/16/1998
FORM NUMBER : 211

AMANDA DAVIS
3111 PACES MILL RD
STE A200
ATLANTA GA 30339

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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

ANTS, 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

