**Decument Number Only** C T CORPORATION SYSTEM 660 East Jefferson Street Requestor's Name Tallahassee, Florida 32301 Address 300002815243--4 (850) 222-1092 -03723/99--01044--024 Zip Phone City State \*\*\*\*\*70.00 \*\*\*\*\*70.00 CORPORATION(S) NAME **I**Profit  $\dot{\Sigma}$ () Merger () Amendment ) NonProfit Limited Liability Company () Mark () Dissolution/Withdrawal Foreign () Other () Annual Report () Limited Partnership () Change of R.A. ( ) Fict. Filing () Reinstatement UCC-3 ) UCC-1 ( ) Limited Liability Partnership () CUS\_ () Photo Copies () Certified Copy () After 4:30 () Call if Problem () Call When Ready Pick Up () Will Wait Walk In () Mail Out Please Return Extra Copy(s) Name Filed Stamp Availability Document Thanks, Mel MAR 23 Examiner Updater Verifier Acknowledgment W.P. Verifier CR2E031 (1-89)

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDATION

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. Buckhead Str                                 | ategic Corp. II  | ==                                 |                              |
|---|--|------------------------------------|------------------------------|
| applesiations of it                             | tion: must include the word "INCORPORATED", "COMPANY", ke import in language as will clearly indicate that it is a corporat ot so contained in the name at present.) | "CORPORATION<br>ion instead of a n | ", or words or atural person |
| 2. Delaware                                     |  | 58-2 <del>2</del> 04352            |                              |
|   | under the law of which it is incorporated)   | (FEI number, in                    | applicable)                  |
| 1 Gantani                                       |  | <u></u>                            |                              |
| 4. September 15 (Date of inco                   |  | <u></u>                            |                              |
| (Date of frict                                  | orporation) (Duration: Year corp. will o   | cease to exist or "                | perpetual**)                 |
|   |  |                                    | <u> </u>                     |
| 6. Upon Oualific                                | cation   | 그는                                 |                              |
| (Date first transac                             | ted business in Florida. (See sections 607.1501, 607.1502, and   | 817.156, F.S.))                    | 7 23 A 23                    |
|   |  |                                    | **********                   |
| 7. 3424 Peachtre                                | ee Road, NE, Suite 800, Atlanta, Georgia 30326   |                                    | PH 12:                       |
|   | 30320  |                                    | 2                            |
|   | (0   |                                    | 5 55                         |
|   | (Current mailing address)  | w.a                                | #- <u>-</u>                  |
|   |  |                                    |                              |
| 8. Real Estate                                  | Investment   | <del></del>                        |                              |
| (Purpose(s) of corp<br>Florida)                 | poration authorized in home state or country to be carried out in  | the state of                       |                              |
| ,   |  |                                    |                              |
| 9. Name and stree                               | t address of Florida registered agent:   | <u></u> .                          |                              |
| Nam   | ne: <u>C T Corporation System</u>  | <del></del>                        |                              |
|   |  | —<br>== 1                          |                              |
| Office Addres                                   | c/o C T Corporation System, 1200 South Pine ss: Island Road  | <u>-</u>                           |                              |
|   | Plantation, Florida, 33324   | <u></u>                            |                              |
|   | (Zip Code)   | - =                                |                              |
|   |  |                                    |                              |
| 10. Registered age                              | nt acceptance:   | ÷                                  |                              |
| Having been named a                             | as registered agent and to accept service of process for the above   | e stated corporati                 | on at the place              |
| uesignateu m mis app                            | pilication. I nereby accept the appointment as registered agent ar   | nd agreë to act in                 | this canacity I              |
| runner ayree to comp.<br>and I am familiar with | ly with the provisions of all statutes relative to the proper and co<br>and accept the obligation of my position as registered agent.                                | mplete performan                   | ce of my duties,             |
|   | C T Corporation System   | <u>.</u> •<br>• <u> </u>           |                              |
|   | of corporation system  | <del></del>                        |                              |
|   | Marel R. adams   | <del></del> -                      |                              |
|   | (Registered agents signature) (Officer)  | <u>.</u> <del></del>               | , <u> </u>                   |
|   | ASSISTANT SECRETARY  |                                    |                              |
| (FL - 2189 - 11/16/94)                          | (Type Name and Title of Officer)   | - —                                |                              |
| CT System                                       | (1) po reino and Thie of Officer)  |                                    |                              |

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: A. **DIRECTORS** Chairman: Address: \_\_\_\_\_ Vice Chairman: Address:\_\_\_\_\_ Director: See attached list of directors Address: \_\_\_\_\_\_ Director: Address: B. **OFFICERS** President: See attached list of officers = Address: \_\_\_\_\_ Vice President: Address: Secretary: Address:

| Treasurer:   |                     | · <del>-</del>             |                  |
|--|---------------------|----------------------------|------------------|
| Address:   |                     | <u> = </u>                 |                  |
| NOTE: If necessary, you may attach and/or directors. | an addendum to th   | ne application listing add | itional officers |
| 13. (Signature of Chairman, Vice Chair application)  | man, or any officer | listed in number 12 of t   | he               |
| 14. Thomas A. McKean. Vice Presider                  |                     | n application)             |                  |

99 MAR 23 PM 12: 46

## Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

# Directors of Buckhead Strategic Corp. II

| 1. | Douglas A. Tibbetts<br>3424 Peachtree Road, NE,<br>Atlanta, Georgia 30326 | Suite 800 |
|----|---|-----------|
| 2. | Samuel F. Hatcher<br>3424 Peachtree Road, NE,<br>Atlanta, Georgia 30326   | Suite 800 |
| 3. | Amber B. Degnan<br>3424 Peachtree Road, NE,<br>Atlanta, Georgia 30326     | Suite 800 |
| 4. | James A. Quille<br>3424 Peachtree Road, NE,<br>Atlanta, Georgia 30326     | Suite 800 |

DIVISION DATE TO ME TO M

### Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

## Officers of Buckhead Strategic Corp. II

| 1.  | Douglas A. Tibbetts, President<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326                  |     |                    |
|-----|---|-----|--------------------|
| 2.  | W. Bradley Beaman, Vice President<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326               |     |                    |
| 3.  | Larry S. Goodman, Vice President<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326                | - A |                    |
| 4.  | Donald A. Miller, Vice President<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326                |     |                    |
| 5.  | J. David Morris, Vice President<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326                 |     | 99 MAR             |
| 6.  | Kurt L. Wright, Vice President<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326                  |     | 99 MAR 23 PM 12-17 |
| 7.  | Patricia C. Snedeker, Vice President/Controller<br>3424 Peachtree Road, NE, Suite 800<br>Atlanta, Georgia 30326 |     | 3                  |
| 8.  | Samuel F. Hatcher, Vice President/Secretary 3424 Peachtree Road, NE, Suite 800 Atlanta, Georgia 30326           |     | -                  |
| 9.  | Thomas A. McKean, Vice President/Asst. Secretary 3424 Peachtree Road, NE, Suite 800 Atlanta, Georgia 30326      |     | =                  |
| 10. | Peter J. Urdanick, Vice President/Asst. Treasurer 3424 Peachtree Road, NE, Suite 800 Atlanta, Georgia 30326     |     |                    |
| 11. | Amber B. Degnan, Treasurer 3424 Peachtree Road, NE, Suite 800 Atlanta, Georgia 30326                            |     |                    |
| 12. | Debbie J. Newmark, Asst. Secretary 3424 Peachtree Road, NE, Suite 800   |     |                    |

Atlanta, Georgia 30326

#### Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BUCKHEAD STRATEGIC CORP. II" 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 NINETEENTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE

HAVE BEEN PAID TO DATE.

**AUTHENTICATION:** 

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2543576