

F99000002539



ACCOUNT NO. : 072100000032

REFERENCE : 243984 4320758

AUTHORIZATION :

Patricia Kigut

COST LIMIT : \$ 78.75

ORDER DATE : May 18, 1999

ORDER TIME : 10:50 AM

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ORDER NO. : 243984-005

CUSTOMER NO: 4320758

CUSTOMER: Ms. Deborah Davison
McCullough Sherrill, LLP
1409 Peachtree Street

Atlanta, GA 30309

FOREIGN FILINGS

NAME: PORTSMOUTH HOLDINGS COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

RECEIVED
99 MAY 18 AM 11:25
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 MAY 18 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

25/18/99

**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. Portsmouth Holdings Company
(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
(State or country under the law of which it is incorporated)
3. 58-2440607
(FEI number, if applicable)
4. February 3, 1999
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. June 1, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1409 Peachtree Street, N.E.
Atlanta, Georgia 30309
(Current mailing address)
Provide viatical settlements and for any other lawful purpose
8. _____
(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: Michael Bailiff

Office Address: 200 Harvard Circle Suite 200
West Palm Beach, Florida, 33409
(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.

By: Michael Bailiff

(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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DEPARTMENT OF STATE
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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Michael Bailiff

Address: 1740-B Phoenix Parkway
Atlanta, Georgia 30349

Director: Michael Bailiff

Address: 200 Harvard Circle
West Palm Beach, Florida 33409

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

President: John P. Collins

Address: 1740-B Phoenix Parkway
Atlanta, Georgia 30349

Vice President: Michael Bailiff

Address: 200 Harvard Circle
West Palm Beach, Florida 33409

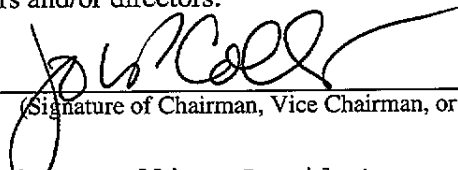
Secretary: James W. King

Address: 1409 Peachtree Street, N.E.
Atlanta, Georgia 30309

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. John P. Collins, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

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DATE INC/AUTH/FILED : 02/03/1999
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TALLAHASSEE, FLORIDA

MCCULLOUGH SHERRILL, LLP
DEBORAH L. DAVISON
1409 PEACHTREE STREET, N.E.
ATLANTA GA 30309

CERTIFICATE OF EXISTENCE


I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PORTSMOUTH HOLDINGS COMPANY 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.


CATHY COX
SECRETARY OF STATE

