

CAPITAL CONNECTION INC

417 E. Virginia Street, Suite • Tallahassee, Florida 32302
(850) 224-887 • 1-800-322-806 • (850) 224-1222

F99000002605

K/G, Tau Timbers, Inc.

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*****78.75 *****78.75

Please File First

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

5/20/99

Signature

Requested by: LS

5/20/99

10:07

Name

Date

Time

Art of Inc. File

LTD Partnership File

✓ Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

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**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.**

K/G Tall Timbers, Inc.

1.

(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.

New Jersey

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

3.

(FEI number, if applicable)

4.

May 6, 1999

(Date of incorporation)

5.

Perpetual

(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.

c/o Nowell Amoroso Klein Bierman, P.A., 155 Polifly Road, Hackensack, NJ 07601

(Current mailing address)

8. Corporation is a General Partner in a Florida Limited Partnership which will
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
purchase property in Florida for development as an apartment complex.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Capital Connection, Inc.

Office Address: 417 E. Virginia St., Suite 1

Tallahassee

, Florida, 32301

(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.

Laurie Strong

(Registered agent's signature)

Client Representative for Capital Connection, Inc.

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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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: Herbert C. Klein

Address: c/o Nowell Amoroso Klein Bierman, 155 Polifly Road, Hackensack, NJ 07601

Vice Chairman: Benjamin Geller

Address: c/o Geller Associates
74 South Powder Mill Road, Morris Plains, NJ 07950

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Herbert C. Klein

Address: c/o Nowell Amoroso Klein Bierman, P.A.
155 Polifly Road, Hackensack, NJ 07601

Vice President: Benjamin Geller

Address: c/o Geller Associates

74 South Powder Mill Road, Morris Plains, NJ 07950

Secretary: Benjamin Geller

Address: c/o Geller Associates

74 Powder Mill Road, Morris Plains, NJ 07950

Treasurer: Herbert C. Klein

Address: c/o Nowell Amoroso Klein Bierman, P.A.

155 Polifly Road, Hackensack, NJ 07601

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. _____

Herbert C. Klein, Chairman

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

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

K/G TALL TIMBERS INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on May 6, 1999.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Nowell Amoroso Klein Bierman Pa
155 Polifly Ave
Hackensack, NJ 07601

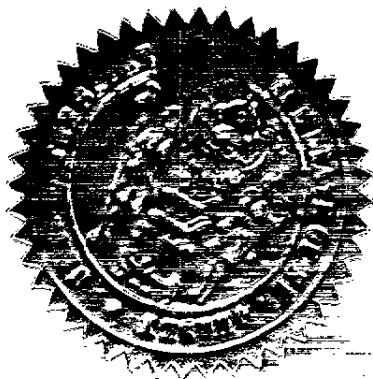
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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

K/G TALL TIMBERS INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
19th day of May, 1999

James A. DiEleuterio, Jr.

James A DiEleuterio, Jr.
Treasurer

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STATE OF NEW JERSEY