

F99000002765

Sumstate Research

Requestor's Name

Address

City/State/Zip

Phone #

600002885676--7

-05/25/99--01040--020

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

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Humphrey--Florida Corp
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☒ Photocopy

☐ Certificate of Status

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99 MAY 25 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

file 1st

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99 MAY 25 AM 11:13
TALLAHASSEE, FLORIDA

W99-12165

MAY 28 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 25, 1999

SUNSTATE RESEARCH

SUBJECT: HUMPHREY-FLORIDA, CORP.
Ref. Number: W99000012165

We have received your document for HUMPHREY-FLORIDA, CORP. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 899A00028782

*To: Agnes Lunt
Corrected,
Thank you
please have file
date of
5/24/99
Jon*

99 MAY 25 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 MAY 28 PM 12:42

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SHUTTS & BOWEN LLP

ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)

20 NORTH ORANGE AVENUE
SUITE 1000
ORLANDO, FLORIDA 32801
TELEPHONE (407) 423-3200
FACSIMILE (407) 425-8316

May 27, 1999

VIA FEDERAL EXPRESS

Ms. Agnes Lunt
Document Specialist

RE: Humphrey-Florida Corp.

Dear Agnes:

Enclosed please find the Resolution authorizing the adoption of the name "Humphrey-Thollander Corp." as a d/b/a for Humphrey-Florida Corp. It is my understanding that the Florida Department of State has retained the filing documents we forwarded to you on May 24, 1999 until such time as the Resolution is filed.

Very truly yours,



Meredith A. Harper, Esq.

MAH:tma
Enclosure

Copies to: Mr. Robert Thollander (via facsimile 629-2677)
Leslie Speed, Esquire (via facsimile 1/410-837-3079)

ORL95 116738.1 - TMA

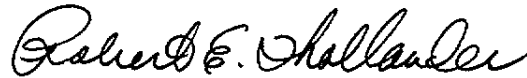
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TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Robert Thollander, do hereby certify that this Resolution of the Board
(Name)
of Directors of Humphrey-Florida Corp, a corporation duly
(Corporate Name)
organized and existing under the laws of the State of Florida, was duly adopted on May 24,
1999.

Be it resolved, that Humphrey-Florida Corp., organized and
(Corporate Name)
existing in the State of Florida hereby adopts the name Humphrey -Thollander Corp.
for use in Florida.

Dated: May 24, 1999



Robert E. Thollander, President
(Signature of either Chairman, Vice Chairman
or any office)

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TALLAHASSEE, FLORIDA

**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. Humphrey—Florida Corp.

(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. Maryland

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

3. applied for

(FEI number, if applicable)

4. April 19, 1999

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification to do business in Florida.

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

(Current mailing address)

To acquire, invest in, encumber, develop, hold, operate, own, lease, construct, manage or otherwise deal in or with property, real, personal or mixed.

8. _____

(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: Kenneth W. Wright, Esquire

Office Address: 20 North Orange Avenue, Suite 1000

Orlando

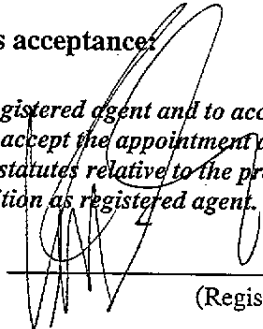
, Florida, 32801

(Zip code)

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TALLAHASSEE, FLORIDA

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)

SEE EXHIBIT A

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

Chairman: James I. Humphrey, Jr.

Address: 12301 Old Columbia Pike, Suite 300.

Silver Spring, Maryland 20904

Vice Chairman: _____

Address: _____

Director: Robert Thollander

Address: 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

Director: Bethany H. Hooper

Address: 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

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

President: Robert Thollander

Address: 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

Vice President: Timothy P. Barila

Address: 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

Secretary: Bethany H. Hooper

Address: 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

Treasurer: Bethany H. Hooper

Address: 12301 Old Columbia Pike, Suite 300

Silver Spring, Maryland 20904

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. James I. Humphrey, Chairman
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

EXHIBIT A
TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

B. Officers (Cont'd)

Chief Executive Officer: James I. Humphrey, Jr.
12301 Old Columbia Pike, Suite 300
Silver Spring, Maryland 20904

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TALLAHASSEE, FLORIDA

STATE OF MARYLAND

722813

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

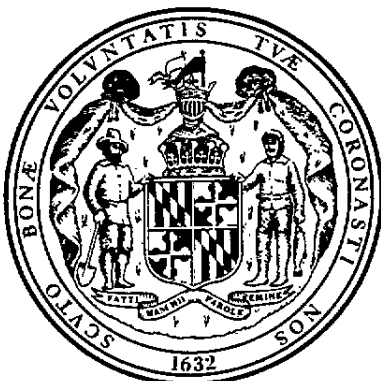
I, WILLIAM B MARKER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT HUMPHREY-FLORIDA CORP. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

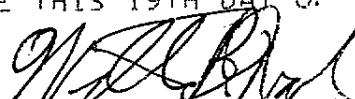
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 19TH DAY OF APRIL, 1999.


WILLIAM B MARKER
CHARTER SPECIALIST