

F99000003343
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Palm Management, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida. Q130 is Corporate Resolution - dba Palm Properties, Inc.

Please return all correspondence concerning this matter to the following:

Donna Cook
(Name of Person)
Palm Management, Inc.
(Firm/Company)
3597 San Carlos Drive
(Address)
St. James City, FL 33956
(City/State/Zip)

59 JUN 29 AM 8:58
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
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6/29

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-06/21/99--01138--013
*****78.75 *****78.75

Should you need to call someone concerning this matter, please call:

Donna Cook at (941) 283-9162
(Name of Person) (Area Code & Daytime Telephone Number)

W99-14694

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**CORPORATE RESOLUTION
of
PALM MANAGEMENT, INC.**

WHEREAS, Palm Management is a Corporation duly incorporated pursuant to the laws of Georgia, and

WHEREAS, The Corporation wishes to acquire and manage real property in the state of Florida under the name of PALM PROPERTIES, INC.

WHEREAS, This resolution was duly approved by a sufficient vote of the Board of Directors

IN WITNESS WHEREOF, the undersigned has executed this resolution

This 14th day of June, 1999



**Donna Cook
Secretary/Treasurer**

99 JUN 29 AM 8:58

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 24, 1999

DONNA COOK
PALM MANAGEMENT INC
3597 SAN CARLOS DRIVE
ST JAMES CITY, FL 33956

SUBJECT: PALM MANAGEMENT INC
Ref. Number: W99000014694

We have received your document for PALM MANAGEMENT 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):

We would need an officer to sign the Resolution.,

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 099A00033566

99 JUN 29 AM 8:58

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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. Palm Management Incorporated
(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. 58-1846666 (FEI number, if applicable)

4. 3/31/89 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. June, 1999 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3597 San Carlos Dr.
St. James City, Fl. 33956
(Current mailing address)

8. to own, operate, rent real estate
(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: Donna Cook

Office Address: 3597 San Carlos Drive

St. James City, Florida, 33956
(Zip code)

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DIVISION OF CORPORATIONS
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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.

[Signature]
(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)

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

Chairman: William D. Cook

Address: 3597 San Carlos Dr.
St. James City, Fl. 33956

Vice Chairman: _____

Address: _____

Director: Donna Cook

Address: 3597 San Carlos Dr.
St. James City, Fl. 33956

Director: _____

Address: _____

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

President: William D. Cook

Address: 3597 San Carlos Dr.
St. James City, Fl. 33956

Vice President: Donna Cook

Address: 3597 San Carlos Dr.
St. James City, Fl. 33956

Secretary: Donna Cook

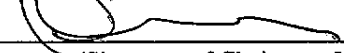
Address: 3597 San Carlos Dr.
St. James City, Fl. 33956

Treasurer: Donna Cook

Address: 3597 San Carlos Dr.
St. James City, Fl. 33956

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SECRETARY OF STATE
DIVISION OF REGISTRARS
FILED

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. Donna Cook, VP, Sec., Treas.
(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

POCKET NUMBER : K91690697
CONTROL NUMBER : J906483
DATE INC/AUTH/FILED: 03/31/1989
JURISDICTION : GEORGIA
PRINT DATE : 06/18/1999
FORM NUMBER : 211

DONNA COOK
1830 SUNSET HARBOUR POINT
LAWRENCEVILLE, GA 30043

CERTIFICATE OF EXISTENCE

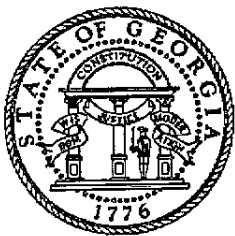
I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PALM MANAGEMENT, 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.



Cathy Cox

Cathy Cox
Secretary of State