

Document Number Only

F99000003917

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850) 222-1092

City

State

Zip

Phone

500002946355--6

-07/30/99--01077--025

*****87.50 *****87.50

CORPORATION(S) NAME

Lincoln GP Cypress, Inc.

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Marital

☐ LLC

☐ Limited Partnership

☐ Annual Report

☐ Other Acc Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☒ Certified Copy

☐ Photo Copies

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SECRETARY OF STATE

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. Lincoln GP Cypress, Inc.
(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. Texas
(State or country under the law of which it is incorporated)
3. applied for
(FEI number, if applicable)
4. 7-28-1999
(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. P. O. Box 1920, Dallas, TX 75221
(Current mailing address)
8. Real Estate Development/Management
(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 acceptable)
- Name: CT Corporation System
- Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(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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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: Mack Pogue

Address: 1505 Federal St. Dallas, TX 75201

Vice Chairman: _____

Address: _____

Director: Mack Pogue

Address: 1505 Federal St., Dallas, TX 75201

Director: William C. Duvall

Address: 1505 Federal St., Dallas, TX 75201

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

President: William C. Duvall

Address: 1505 Federal St., Dallas, TX 75201

Vice President: Gregory S. Courtwright

Address: 1505 Federal St., Dallas, TX 75201

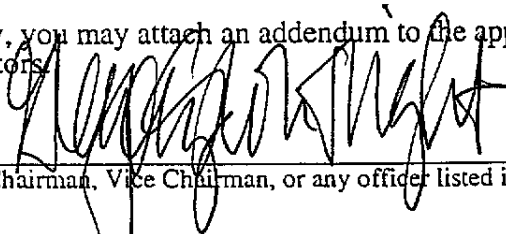
Secretary: Nancy Davis

Address: 1505 Federal St., Dallas, TX 75201

Treasurer: Nancy Davis

Address: 1505 Federal St., Dallas, TX 75201

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. Gregory S. Courtwright, Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

APPLICATION BY FOREIGN CORPORATION

Lincoln GP Cypress, Inc.

12. Officers - continued

Vice President: Bucky Shamburger
3405 Piedmont Rd. NE
Suite 100
Atlanta GA 30305

Vice President: Scott Stahley
255 S. Orange Ave
Suite 905
Orlando FL 32801

Asst. Secretary: Leigh Ann Everett
1505 Federal St.
Dallas, Texas 75201

Vice President: K. E. Mooter
1505 Federal St.
Dallas, TX 75201

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

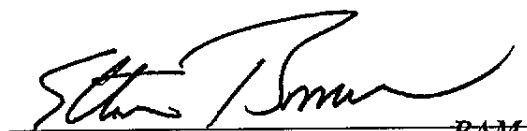
LINCOLN GP CYPRESS, INC.
File No. 1544563

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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TALLAHASSEE FLORIDA



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on July 29, 1999.*



Elton Bomer
Secretary of State

BAM