

Document Number Only

**F99000005005**

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100002993881--7

-09/22/99--01058--037

\*\*\*\*\*70.00 \*\*\*\*\*70.00

-100002993881--7

-09/22/99--01058--038

\*\*\*\*\*17.50 \*\*\*\*\*17.50

*The Town and Country Holding Corporation*

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merge

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of

☐ Limited Liability Partnership

☐ Photo Copies

☐ UCC-3

☒ Certified Copy

☒ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.F. Verifier

Please Return Extra Copy(s)  
Filed Stamp

Thanks, Melanie ☺

SEP 22 1999

*hK 9/26/99*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 AM 9:04

September 22, 1999

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: THE TOWN AND COUNTRY HOLDING CORPORATION  
Ref. Number: W99000021860

We have received your document for THE TOWN AND COUNTRY HOLDING CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$87.50 payment.

The name designated in your document is not available. Therefore, 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) 487-6914.

To: Buck Kohr  
Corporate Specialist

Letter Number: 099A00046445

From: Melanie

\* Please

Back-Date

(All)

3 of 4

These filings to

9-22-99

Thank-you,  
MS.


W/cws: C.C.

ASSISTANT SECRETARY'S CERTIFICATE

The undersigned, Laura D. Nemeth, being the Assistant Secretary of The Town and Country Holding Corporation, a Delaware corporation (the "Company"), hereby certifies that the resolution set forth below was adopted as of September 27, 1999, by the Board of Directors of the Company at a meeting duly conducted via telephone conference, at which a quorum was present and acting throughout:

RESOLVED, that The Town and Country Holding Corporation, organized and existing in the State of Delaware, hereby adopts the name "The Town and Country Holding Corporation I" for use in Florida.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the 27th day of September, 1999.

  
Laura D. Nemeth,  
Assistant Secretary

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 AM 9:04

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 AM 9:04

1. The Town and Country Holding Corporation

(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. Delaware

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

3. 52-1838101

(FEI number, if applicable)

4. August 10, 1993

(Date of incorporation)

5. perpetual

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

6. October 1, 1999

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

7. 100 South Charles Street, Suite 1700

Baltimore, Maryland 21201

(Current mailing address)

8. acquire, own and operate 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: C T Corporation System

Office Address: 1200 South Pine Island Road

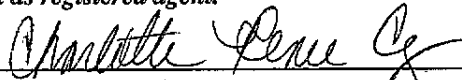
Plantation

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.*



(Registered agent's signature)

Charlotte Renee Cruz, Asst. Secretary

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: Alfred Lerner  
Address: 100 South Charles Street, Suite 1700  
Baltimore, Maryland 21201

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Harvey Schulweis

Address: 100 South Charles Street, Suite 1700  
Baltimore, Maryland 21201

Director: James H. Berick

Address: 1350 Eaton Center, 1111 Superior Avenue  
Cleveland, Ohio 44114

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

President: Harvey Schulweis

Address: 100 South Charles Street, Suite 1700  
Baltimore, Maryland 21201

Vice President: Michael H. Rosen

Address: 100 South Charles Street, Suite 1700  
Baltimore, Maryland 21201

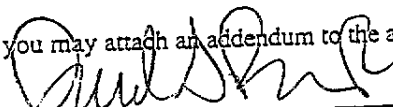
Secretary: Daniel G. Berick

Address: 1350 Eaton Center, 1111 Superior Avenue  
Cleveland, Ohio 44114

Treasurer: Jennifer C. Munch

Address: 100 South Charles Street, Suite 1700  
Baltimore, Maryland 21201

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. Daniel G. Berick, Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 AM 9:04

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE TOWN AND COUNTRY HOLDING CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

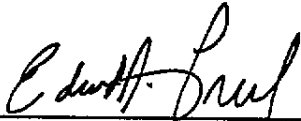
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 AM 9:06



2347077 8300

991376878

  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9961982

09-09-99