

F99000005569

FE

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Miles Properties, Inc.
(Name of corporation - must include suffix)

FILED
99 OCT 22 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Attention: Brenda Tadlock

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.

Please return all correspondence concerning this matter to the following:

Shellie Willis de Roos
(Name of Person)

Arnall Golden & Gregory, LLP
(Firm/Company)

2800 One Atlantic Center, 1201 West Peachtree Street
(Address)

Atlanta, Georgia 30309
(City/State/Zip)

300003028203--9
10/28/99 01068--001
*****87.50 *****87.50

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

Shellie Willis de Roos at (404) 873-7016
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.

Tallahassee, FL 32314

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

Updater

Updater

Verifier

Acknowledgement

W. P. Verifier

Please send back to us in the enclosed federal express envelope. Thank you.

ARNALL GOLDEN & GREGORY, LLP

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

2800 ONE ATLANTIC CENTER
1201 WEST PEACHTREE STREET • ATLANTA, GEORGIA 30309-3450

TELEPHONE (404) 873-8500 • FACSIMILE (404) 873-8501

SENDER'S DIRECT FAX (404) 873-7017

FROM: Shelli Willis de Roos *SWDR*
PHONE: (404) 873-7016**DATE:**October ²⁶~~22~~, 1999**CLIENT/MATTER #:** 13572/13**PLEASE DELIVER AS SOON AS POSSIBLE TO:**1. **RECIPIENT**
Ms. Brenda Tadlock**COMPANY**
Secretary of State of Florida, Division of
Corporations - Registration Section**FAX NO.**
850-487-6911**PHONE NO.**
850-487-6051*850-410-1015*Total number of pages including this page: 2.
If you do not receive all the pages, please call 404-873-7016.

Brenda,

The following is a copy of the resolutions for Miles Properties, Inc. to d/b/a Miles Properties Manager, Inc. in the state of Florida. I will follow-up w/ an original in the mail. If you need anything further, please call me at 404-873-7016. Thank you for your help in this matter.

-Shelli

THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED, AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE FOR DELIVERING THE MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE, AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

ARNALL GOLDEN & GREGORY, LLP

2800 ONE ATLANTIC CENTER
1201 WEST PEACHTREE STREET • ATLANTA, GEORGIA 30309-3450
TELEPHONE (404) 873-8500 • FACSIMILE (404) 873-8501

FIRST LIBERTY BANK TOWER
SUITE 1000
201 SECOND STREET
MACON, GEORGIA 31201
(912) 745-3344

WRITER'S DIRECT DIAL NUMBER
404-873-7016
WRITER'S DIRECT DIAL FACSIMILE
404-873-7017

November 2, 1999

Via Federal Express

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attention: Ms. Brenda Tadlock

Re: Miles Properties, Inc.

Dear Brenda:

Enclosed is the original resolution for Miles Properties, Inc. to do business in Florida as Miles Properties Manager, Inc. A copy of such resolution was faxed to your office on October 22, 1999.

Please let me know if you need anything further.

Sincerely,

ARNALL GOLDEN & GREGORY, LLP



Shelli Willis de Roos

SWdR:cdbi
Enclosures

**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. Miles Properties, Inc. d/b/a Miles Properties Manager, 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. Georgia
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. May 22, 1992
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. October 15, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3379 Peachtree Road, Suite 500
Atlanta, GA 30326
(Current mailing address)
8. Manage a multi-unit apartment complex.
(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: CT Corporation
- Office Address: 1200 S. 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)

JENNIFER F AULTMAN
ASSISTANT 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: Daniel J. Miles

DTP Address: 3379 Peachtree Road, Suite 500

Atlanta, Georgia 30326

Vice Chairman:

Address:

/ Director: Daniel J. Miles, Sole Director

Address: 3379 Peachtree Road, Suite 500

Atlanta, Georgia 30326

Director:

Address:

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

/ President: Daniel J. Miles

Address: 3379 Peachtree Road, Suite 500

Atlanta, Georgia 30326

Vice President: Andrew R. Bauman; Kendall H. Doble, III

Address: 3379 Peachtree Road, Suite 500

Atlanta, Georgia 30326

Secretary: Andrew R. Bauman

Address: 3379 Peachtree Road, Suite 500

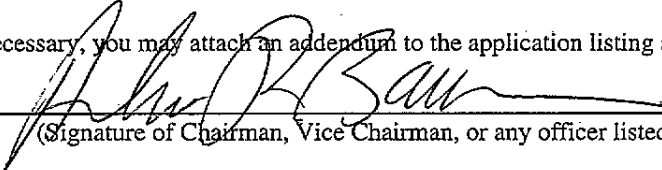
Atlanta, Georgia 30326

/ Treasurer: Daniel J. Miles

Address: 3379 Peachtree Road, Suite 500

Atlanta, Georgia 30326

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. Andrew R. Bauman, Vice President

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

CONSENT OF THE DIRECTOR
OF MILES PROPERTIES, INC.

The undersigned, being the sole director of Miles Properties, Inc., a Georgia corporation (the "Corporation"), hereby consents to the following action and resolution being taken and adopted without a meeting and hereby directs that this written consent be filed with the minutes in the minute book of the Company.

WHEREAS, the Director has the authority to designate that the Corporation operate its business in states other than the state of Georgia; and

WHEREAS, the Director desires that the Corporation operate its business in the state of Florida; and

WHEREAS, the name "Miles Properties, Inc." is not available for use in the state of Florida; and

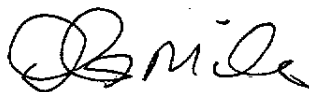
WHEREAS, the name "Miles Properties Manager, Inc." is available for use in the state of Florida.

NOW, THEREFORE, BE IT:

RESOLVED, that the Director hereby designates on behalf of the Corporation the name of "Miles Properties Manager, Inc." for the sole purpose of doing business in the state of Florida.

IN WITNESS WHEREOF, the undersigned has executed this written Consent as of the 22nd day of October, 1999.

DIRECTOR:



Daniel J. Miles

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 22 PM 1:47

FILED

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K92860726
CONTROL NUMBER : K210156
DATE INC/AUTH/FILED: 05/22/1992
JURISDICTION : GEORGIA
PRINT DATE : 10/13/1999
FORM NUMBER : 211

ARNALL GOLDEN & GREGORY
ATTN: CHANDRA G. HOUSTON
1201 W. PEACHTREE ST STE 2800
ATLANTA, GA 30309

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

MILES PROPERTIES, 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