

m97000000529

WALKER, HILL, ADAMS, UMBACH, MEADOWS & WALTON

ATTORNEYS AT LAW

205 SOUTH 9TH STREET

POST OFFICE BOX 2069

OPELIKA, ALABAMA 36803-2069

PHILLIP E. ADAMS, JR.
ARNOLD W. UMBACH, JR.
ROBERT T. MEADOWS III
WILL O. (TRIP) WALTON III
ROBBIE ALEXANDER HYDE
PATRICK C. (RICK) DAVIDSON

June 26, 1997

TELEPHONE (334) 745-4466
FACSIMILE (334) 749-2800
E-MAIL: walker1@opel.mindspring.com

OF COUNSEL
JACOB WALKER
HOYT HILL

VIA UPS NEXT DAY AIR

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

RE: "C-Scapes", L.L.C.

Dear Sirs:

Please register the above foreign limited liability company in the State of Florida.
Enclosed are the following:

1. An Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
2. An Affidavit of Membership and Contributions of Foreign Limited Liability Company signed by Charlotte Cope, a member of C-Scapes, L.L.C.
3. Certificate of Designation of Registered Agent/Registered Office signed by Dottie Castleberry, the designated registered agent in Florida.
4. Certified copy of the Articles of Organization, which have been properly filed in the Office of the Judge of Probate of Lee County, Alabama.

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

5. My firm's check number 8788 in the amount of \$140.00 for the required filing fee to file these documents.

C. TAX _____
FILING FEE 145.00
R. AGENT FEE _____
C. FEE _____
T. FEE _____
DUE _____
RECEIVED _____

m97000000529

W970000015074

Registration Section
RE: "C-Scapes", L.L.C.
June 25, 1997
Page -2-

Once these documents have been filed in your office, please return a stamped filed copy back to us or a letter of acknowledgement in the self-addressed stamped envelope provided. Should you need additional information, please do not hesitate to call.

Yours, very truly,

ARNOLD W. UMBACH, JR.

AU/cg

Enc.

cc: John Cope
Carol Ham

WALKER, HILL, ADAMS, UMBACH, MEADOWS & WALTON

ATTORNEYS AT LAW

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OF COUNSEL
JACOB WALKER
HOYT HILL

July 30, 1997

Ms. Diane Cushing
Corporate Specialist
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

VIA UPS NEXT DAY AIR

RE: "C-Scapes", L.L.C. - (Ref. Number: W97000015074)

Dear Sirs:

In reference to your letter dated June 30, 1997, enclosed are the following document in which you requested:

1. A copy of your letter dated June 30, 1997, along with the original Application.
2. An original Resolution adopting an alternate name for the use in the State of Florida is:

C-SCAPES, L.L.C. d/b/a C.C.H.&P GROUP, L.L.C.

3. My firm's check number 6171 in the amount of \$145.00 representing the remainder of the required filing fee.

Should you need any additional information in order to register this limited liability company, please let me know.

Yours very truly,

ARNOLD W. UMBACH, JR.

AU/cg
Enc.

cc: John Cope
Carol Ham

WALKER, HILL, ADAMS, UMBACH, MEADOWS & WALTON

ATTORNEYS AT LAW

205 SOUTH 9TH STREET

POST OFFICE BOX 2069

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TELEPHONE (334) 745-6666
FACSIMILE (334) 749-2800
E-MAIL walker1@opel.mindspring.com

August 18, 1997

OF COUNSEL
JACOB WALKER
HOYT HILL

VIA FEDERAL EXPRESS

Ms. Diane Cushing
Corporate Specialist
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: "C-Scapes", L.L.C. - (Ref. Number: W97000015074)

Dear Ms. Cushing:

In reference to your letter dated August 1, 1997, enclosed is an original certificate of existence which you requested.

Should you need additional information or documentation in order to qualify this corporation, please let me know.

Yours very truly,

ARNOLD W. UMBACH, JR.

AU/cg

Enc.

cc: John Cope
Carol Ham



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 30, 1997

ARNOLD W. UMBACH, JR.
WALKER HILL ADAMS UMBACH MEADOWS & WALTO
P.O. BOX 2069
OPELIKA, AL 36803-2069

SUBJECT: C-SCAPES, L.L.C.
Ref. Number: W97000015074

We have received your document for C-SCAPES, L.L.C. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 697A00034191



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 1, 1997

ARNOLD W. UMBACH, JR.
WALKER HILL ADAMS UMBACH MEADOWS & WALTO
P.O. BOX 2069
OPELIKA, AL 36803-2069

SUBJECT: C-SCAPES, L.L.C.
Ref. Number: W97000015074

We have received your document for C-SCAPES, L.L.C. and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 097A00039290

RESOLUTION OF MEMBERS OF C-SCAPES, L.L.C.

BE IT RESOLVED by the undersigned, being all of the members of C-SCAPES, L.L.C., that the limited liability company does hereby adopt for use in the State of Florida the following alternate name:

C-SCAPES, L.L.C. d/b/a C.C.H.&P. GROUP, L.L.C.

By: Charlotte Cope
CHARLOTTE COPE
Title (Member or Manager)
Address: 542 S. Dean Road
Address: Auburn, AL 36830
Phone No.: (334) 821-0098

By: Carol Pittard
CAROL PITTARD
Title (Member or Manager)
Address: 441 Pine Dale Drive
Address: Auburn, AL 36830
Phone No.: (334) 821-5301

By: Carol Ham
CAROL HAM
Title (Member or Manager)
Address: P. O. Box 1062
Address: Auburn, AL 36830
Phone No. (334) 821-6155

By: Judy Chase
JUDY CHASE
Title (Member or Manager)
Address: 1206 Ferndale Drive
Address: Auburn, AL 36830
Phone No. (334) 821-8123

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 21 PM 12:59

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF
FLORIDA:*

1. "C-SCAPES, L.L.C."
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.)
2. ALABAMA 3. N/A
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. APRIL 23, 1997 5. 40 YEARS
(Date of Organization) (Duration: Year limited liability company will
cease to exist or "perpetual")
6. ANTICIPATED DATE IS END OF JUNE, 1997.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 624 1/4 W, MAGNOLIA AVENUE
AUBURN, LEE COUNTY, ALABAMA
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)


NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>CHARLOTTE COPE</u>	<u>MGRM</u>	<u>JUDY CHASE</u>	<u>MGRM</u>
<u>542 S. DEAN ROAD</u>		<u>1206 FERNDAL DRIVE</u>	
<u>AUBURN, AL 36830</u>		<u>AUBURN, AL 36830</u>	
<u>CAROL HAM</u>	<u>MGRM</u>		
<u>P.O. BOX 1062</u>			
<u>AUBURN, AL 36830</u>			
<u>CAROL PITTARD</u>	<u>MGRM</u>		
<u>441 PINE DALE DRIVE</u>			
<u>AUBURN, AL 36830</u>			

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 21 PM 5:58

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
"C-SCAPES, L.L.C." _____ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is approximate \$ 109,304.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 109,304.00
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 297,576.00



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
92 AUG 21 PM 12:59

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

"C-SCAPES, L.L.C."

2. The name and address of the registered agent and office is:

DOTTIE CASTLEBERRY

(Name)

133 HIGHPOINT DRIVE

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE).

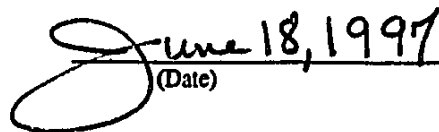
GULF BREEZE, FL 32561

(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 21 PM 12: 59

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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)

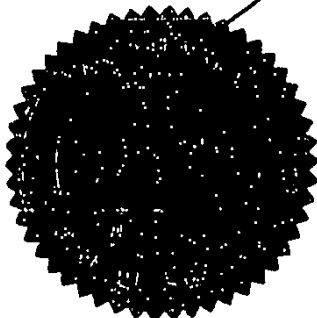

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that articles of organization for C-Scapes, L.L.C. were filed in the office of the Judge of Probate of Lee County on May 1, 1997; that a report of a limited liability company was filed in the office of the Secretary of State of Alabama on May 12, 1997. I further certify that the records do not disclose that said C-Scapes, L.L.C. has been dissolved.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 21 PM 1:00



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

08/14/97

Date

Jim Bennett

Jim Bennett

Secretary of State