

M 97000000760

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ASBURY DEVELOPMENTAL MANAGEMENT, LLC.
(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.

Please return all correspondence concerning this matter to the following:

HUGUETTE GALOUSTIAN 200002309852--6
(Name of Person) -11/19/97-01060-017
*****215.00
ASBURY DEVELOPMENTAL MANAGEMENT, LLC
(Firm/Company)
201 RUSSELL AVE.
(Address)
GAITHERSBURG MD 20877
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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

200002309852--6
-10/02/97-01054-004
*****131.25 *****131.25

HUGUETTE GALOUSTIAN at (301) 216-4264
(Name of Person) (Area Code & Daytime Telephone Number)

Name	10/13/97
Availability	OK
Qualification/Tax Lien Section	
Division of Corporations	
409 E. Gaines St.	
Tallahassee, FL 32399	
W. P. Verifier	DOC

MAILING ADDRESS:

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

C. TAX _____
FILING 215.00
E. STATE FEE _____
C. STATE _____
TAX _____
N. BANK _____
BALANCE DUE _____
REFUND _____

M 97000000760

M 9700000022672



October 31, 1997

Diane Cushing
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Thank you for your quick respond to our recent request for the registration of a foreign limited liability company to transact business in Florida. Attached you will find all of the required forms requested listed below:

- ◆ Transmittal letter.
- ◆ Application by foreign limited liability company for authorization to transact business in Florida
- ◆ Copy of the certificate of existence duly authenticated by the Maryland State Secretary (original was mailed to your office September 26, 97).
- ◆ Check for the balance due of \$215.00 (\$131.25 was paid 9/29/97 check #):

Filing Fee for application and Affidavit	\$250.00
Designation of Registered Agent	\$ 35.00
Certificate of Status	\$ 8.75
Certified Copy	\$52.50

I would like to thank you in advance for your help and for any further inquiries please contact me (301) 216-4264.

Huguette Galoustian

Controller



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 3, 1997

HUGETTE GALOUSTIAN
ASBURY DEVELOPMENT AND MANAGEMENT LLC
201 RUSSELL AVE
GAITHERSBURG, MD 20877

SUBJECT: ASBURY DEVELOPMENT AND MANAGEMENT, L.L.C.
Ref. Number: W97000022672

We have received your document for ASBURY DEVELOPMENT AND MANAGEMENT, L.L.C. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 limited liability company may not serve as its own registered agent. Please designate an individual or an active entity, with a Florida street address. A post office box is not acceptable.

You have completed the wrong application. Please complete the attached form.

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: 997A00048726

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

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

1. ASBURY DEVELOPMENT AND MANAGEMENT, LLC
(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. MONTGOMERY COUNTY MARYLAND
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2055303
(FEI number, if applicable)
4. OCTOBER 1, 1997
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. OCTOBER 1, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155 F.S.))
7. 201 RUSSELL AVENUE
GAITHERSBURG, MD 20877
(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:
David Slack 201 Russell Avenue Gaithersburg, MD 20877	President/Operating Manager		
Edwin C. Thomas III 201 Russell Avenue Gaithersburg, MD 20877	Vice Operating Manager		
Lawrence R. Bradshaw 201 Russell Avenue Gaithersburg, MD 20877	Treasurer		
Matthew W. Weaver 111 Riverside Avenue Suite 320 Jacksonville, FL 32202	Secretary		

The undersigned member or authorized representative of a member of _____

1) the above named limited liability company has at least two members

5) the total amount of cash or property anticipated to be contributed by member(s) is \$0.000.00.

Laird B. _____, Treasurer

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.)

Filing Fee: \$250.00 for Application and Affidavit .

ASBURY INVESTMENTS, INC.
SCHEDULE 1(a) - FURNITURE & EQUIPMENT
AS OF 09/11/97

QUANTITY	DESCRIPTION
5	Four drawer filing cabinet
3	Executive Desks
2	Credenza without hutch
3	Credenza with hutch
1	Lateral file credenza
1	Executive desk chair
2	Desk chair
1	2x5 table
1	Round conference table
4	Conference chairs
2	Arm chairs
1	Coffee table
3	Framed Pictures
4	Desk top calculators
3	Cellular phone
2	Telephone
4	Superset 4DN telephones
1	Answering machine
1	Desk
1	Chair
1	HP fax machine
1	Cannon Laser Class 500 Fax machine
1	HP 855 Printer
2	HP 540 portable printer
1	HP Laser Jet 4 Plus Printer
1	HP Desk Jet 870 CX1 Printer
1	Epson DFX-5000+ Printer
1	Printer stand
1	IBM Wheelwriter 1000
1	Typewriter stand
1	Zoom 33.6 Modem
1	Intel NetPort EL/XL
1	ALR Optima Pentium 100 Workstation
1	Zoom Modem
2	Toshiba Satellite Pro 420 Notebook
1	Toshiba Port Replicator
1	Megahertz CC Ethernet/Credit Card Ethern
1	Zoom 28.8 PCMCIA Modem/Credit Card Mode
2	Toshiba Docking Station
1	Toshiba Satellite Pro 400 Notebook
1	TPS Workstation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

ASBURY DEVELOPMENT AND MANAGEMENT, LLC

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

FORCE FINANCIAL GROUP

Corp.
(Name)

111 Riverside Ave., Suite 320

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

Jacksonville, FL 32202

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

James W. Cuth Jr.
(Signature)

30 Oct. 1997
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF MARYLAND

568866

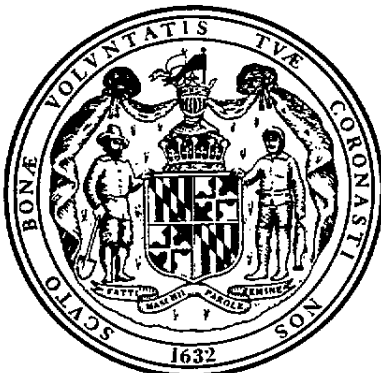
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE, RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHT OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ASBURY DEVELOPMENT AND MANAGEMENT, LLC, IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND AND THAT SAID LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

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CLERK OF STATE
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 26TH DAY OF SEPTEMBER, 1997.

Jacqueline C. James
JACQUELINE C JAMES
OFFICE SUPERVISOR I