



M98000000020

ACCOUNT NO. : 072100000032

REFERENCE : 659210 - 4371098

AUTHORIZATION : Patricia Puzeto

COST LIMIT : \$ 285.00

ORDER DATE : January 6, 1998

ORDER TIME : 9:36 AM

800002396598-3

ORDER NO. : 659210-010

CUSTOMER NO: 4371098

CUSTOMER: Ms. Stephanie L. Gibson
Peabody & Brown
1255 23rd Street, N.w.
Washington, DC 20037

File
1st

FOREIGN FILINGS

NAME: D & P 4501 NORTHPOINT, LLC

(5)

XXXX QUALIFICATION. (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

BK
1/12/98

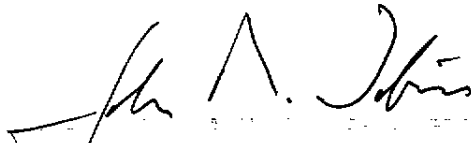
FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 JAN 12 AM 11:26
 RECEIVED
 98 JAN 12 AM 10:51
 DIVISION OF CORPORATION

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 AM 11:26

The undersigned member or authorized representative of a member of D & P 4501
Northpoint, LLC, 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 \$ 100.
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ n/a. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 100. This total includes amounts from 2 and 3 above.



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: \$52.50 for Affidavit

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

FILED STATE
SECRETARY OF CORPORATIONS
98 JAN 12 AM 11:26
DIVISION OF CORPORATIONS

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: D & P 4501 Northpoint, LLC ~~R/B/A D & P~~
4501 Northpoint, ~~LLC~~

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

Corporation Service Company
(Name)
1201 Hays Street
(P.O. Box not acceptable)
Tallahassee, Florida 32301
(City/State/Zip)

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.

Gail Shelby
(Signature)
Gail Shelby, as agent

1-12-98
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

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

DOCKET NUMBER : 980090714
CONTROL NUMBER : 9733930
DATE INC/AUTH/FILED: 09/19/1997
JURISDICTION : GEORGIA
PRINT DATE : 01/09/1998
FORM NUMBER : 211

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JAN 12 AM 11:26

CSC
HEATHER K. KLINZING
100 PEACHTREE ST., STE. 660
ATLANTA, GA 30303

CERTIFICATE OF EXISTENCE

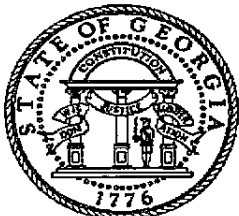
I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**D & P 4501 NORTHPOINT, LLC
A GEORGIA LIMITED LIABILITY COMPANY**

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.



Lewis A. Massey

Lewis A. Massey
Secretary of State