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A LIMITED LIABILITY PARTNERSHIP

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CHRISTINE E. VOGT
PARALEGAL

October 8, 1998

VIA FEDERAL EXPRESS

Florida Secretary of State
409 E. Gaines St.
Tallahassee, FL 32399

Re: Gangsum, L.L.C.

300002660823--9
-10/09/98--01085--004
****285.00 ****285.00

Dear Sir/Madam:

Enclosed please find the Application for Gangsum, L.L.C. to do business in the state of Florida. Please process this application and return the evidence of filing to me at the address listed above.

Please call me at 404-504-7617 if you have any questions. Thank you.

FILED
OCT -9 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

MORRIS, MANNING & MARTIN, L.L.P.

Christine E. Vogt M98-1166
Christine E. Vogt
Paralegal

:cev

Enclosures

cc: Nicholas N. Sears, Esq.

Name	<i>CEV</i>
Availability	<i>ALB12</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifyer	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifyer	<i>[Signature]</i>

**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. Gangsum, L.L.C.
(Name of foreign limited liability company)
2. Georgia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. applied for
(FEI number, if applicable)
4. 9-25-98
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. _____
48 Ivy Chase, Atlanta, GA 30342
(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>Curt Fenelon</u>	<u>MGRM</u>	_____	_____
<u>48 Ivy Chase</u>	_____	_____	_____
<u>Atlanta, GA 30342</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

FILED
 98 OCT -9 PM 4: 30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

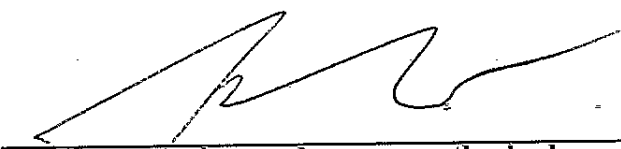
The undersigned member or authorized representative of a member of Gangsum, L.L.C.
_____ certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 400.00 ;

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.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 400.00 .
(This total includes amounts from 2 and 3 above.)



Signature of a member or an 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.)

Nicholas N. Sears, Esq., Attorney

Typed or printed name of signee

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98 OCT -9 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Gangsum. L.L.C.

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System
 (Name)

1200 South Pine Island Rd.

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation, FL 33324

City/State/Zip

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 98 OCT -9 PM 4: 30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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.

CT Corporation System

By: Mary R Adams
(Signature)

MARY R. ADAMS
ASSISTANT SECRETARY

Filing Fee: \$ 35 for Designation of Registered Agent

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982730213
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DATE INC/AUTH/FILED: 09/25/1998
JURISDICTION : GEORGIA
PRINT DATE : 09/30/1998
FORM NUMBER : 211

MORRIS, MANNING & MARTIN
CHRISTINE VOGT
3343 PEACHTREE RD., STE. 1600
ATLANTA GA 30326

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

GANGSUM, L.L.C.
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

