

m99000000735



ACCOUNT NO. : 072100000032

REFERENCE : 239038 4338781

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 13, 1999

ORDER TIME : 3:22 PM

ORDER NO. : 239038-005

CUSTOMER NO: 4338781

CUSTOMER: Ms. Donna S. Williams
Rowe, Foltz & Martin
5 Piedmont Center

Atlanta, GA 30305

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-05/14/99-01001-025
****346.25 ****346.25

FOREIGN FILINGS

NAME: PRD-PENSACOLA, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	5/14/99	CERTIFIED COPY
Availability	XX	PLAIN STAMPED COPY
Document	XX	CERTIFICATE OF GOOD STANDING
Examiner		
Updater		
Updater		
Verifier		
Acknowledgement		
W. P. Verifier		

CONTACT PERSON: Janna Wilson

FILED
99 MAY 13 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
99 MAY 13 PM 4:40
DEPT. OF REVENUE
DIVISION OF REGULATIONS
TALLAHASSEE, FLORIDA

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**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. PRD-Pensacola, 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. Georgia 3. 58-2443190
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. September 16, 1998 5. December 31, 2052
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. June 30, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2165 Willivee Place
Decatur, GA 30033
(Street address of principal office)

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TALLAHASSEE, FLORIDA

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>James E. Morton, III</u>	<u>MGRM</u>	<u>Thomas B. Ross</u>	<u>MGRM</u>
<u>2165 Willivee Place</u>		<u>7271 Warrenton Road</u>	
<u>Decatur, GA 30033</u>		<u>Guntersville, AL 35976</u>	
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**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: PRD-Pensacola, LLC

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

Corporation Service Company

NAME

1201 Hays Street

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

Tallahassee, FL 32301

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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.

By: Karen B. Rozar

SIGNATURE

Karen B. Rozar, Asst. Sec.
Corporation Service Company

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of _____
PRD-Pensacola, LLC 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 \$ 2.00;

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 \$ 2.00.
(This total includes amounts from 2 and 3 above.)

James E. Morton, III
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.)

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TALLAHASSEE, FLORIDA

James E. Morton, III

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K91240013
CONTROL NUMBER : K834593
DATE INC/AUTH/FILED : 09/16/1998
JURISDICTION : GEORGIA
PRINT DATE : 05/04/1999
FORM NUMBER : 211

ROWE, FOLTZ & MARTIN, P.C.
DONNA S. WILLIAMS
FIVE PIEDMONT CENTER, STE. 750
ATLANTA GA 30305

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TALLAHASSEE, FLORIDA

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


PRD-PENSACOLA, 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.




CATHY COX
SECRETARY OF STATE