

F 98000003303



ACCOUNT NO. : 072100000032

REFERENCE : 816460 4347123

AUTHORIZATION : Patricia Pruitt
COST LIMIT : \$ 70.00

ORDER DATE : May 12, 1998
ORDER TIME : 9:48 AM
ORDER NO. : 816460-005
CUSTOMER NO: 4347123

CUSTOMER: Cheryl Keller, Paralegal
Mayer Brown & Platt
Suite 6500
2000 Pennsylvania Avenue, N.w. 900002521669--9
Washington, DC 20006

FOREIGN FILINGS

NAME: FAC REALTY TRUST, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Stacy L Earnest

698-10860
FILED
98 MAY 13 PM 12: 04
SECRETARY OF STATE
TALLAHASSEE FLORIDA
ll
6/11

RECEIVED
98 MAY 13 AM 10: 39
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 13, 1998

CSC

SUBJECT: FAC REALTY TRUST, INC.
Ref. Number: W98000010860

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

William H. Neville has signed as an officer on line 13; however, he is not listed as such in section 12. Only an officer or director designated in section 12 may sign the application.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 198A00026505

RECEIVED
98 JUN 11 AM 11:20
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. FAC Realty Trust, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Maryland (State or country under the law of which it is incorporated)
3. (FEI number, if applicable)
4. 10-10-97 (Date of Incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 11000 Regency Parkway, 3rd Floor, East Tower, Cary, NC 27511 (Current mailing address)

8. To engage in any lawful act or activity permissible to foreign corporations (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida authorized to do business in Utah.)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301 (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative 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: Anthony J. Johnson, Asst. Sec. (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Robert O. Arnick

Address: 11000 Regency Pkwy., Suite 300, East Tower, Cary, NC 27511

Director: William D. Eberle

Address: 11000 Regency Pkwy., Suite 300, East Tower, Cary, NC 27511

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: C. Cammack Morton

Address: 11000 Regency Pkwy., Suite 300, East Tower, Cary, NC 27511

Chief Operating Officer William H. Neville

Executive Vice President _____

Address: 11000 Regency Pkwy., Suite 300, East Tower, Cary, NC 27511

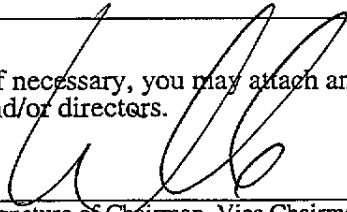
Secretary: Robin W. Malphrus

Address: 11000 Regency Pkwy., Suite 300, East Tower, Cary, NC 27511

Treasurer: Patrick Miniutti

Address: 11000 Regency Pkwy., Suite 300, East Tower, Cary, NC 27511

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William H. Neville, Chief Operating Officer and Executive Vice President
C. Cammack Morton, President and CEO
(Typed or printed name and capacity of person signing application)

98 MAY 13 PM 12:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

STATE OF MARYLAND

633558

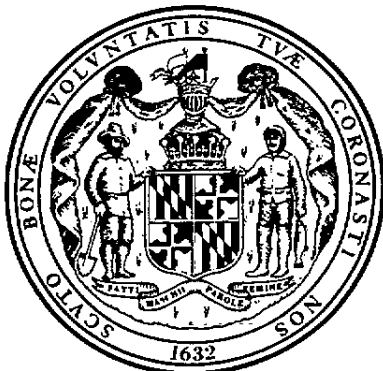
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

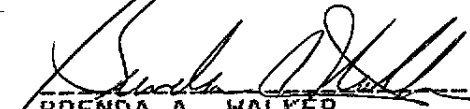
I, BRENDA A. WALKER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT FAC REALTY TRUST, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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98 MAY 13 PM 12:05
SECRETARY 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 1ST DAY OF MAY, 1998.


BRENDA A. WALKER
ADMIN SPECIALIST II