

9418253

07/21/94

C.L.I., INC.

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9418253
EFFECTIVE DATE: 07/21/1994
COUNTY : FULTON
REFERENCE : 0069
PRINT DATE : 07/21/1994
FORM NUMBER : 311

PAUL, HASTINGS, JANOFSKY & WALKER
THOMAS G. BURCH, JR.
133 PEACHTREE STREET, 42ND FLOOR
ATLANTA, GEORGIA 30303

CERTIFICATE OF INCORPORATION

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

C.L.I., INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey
VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

**ARTICLES OF INCORPORATION
OF
C.L.I., INC.**

ARTICLE I

The name of the corporation is "C.L.I., INC."

ARTICLE II

The corporation shall have authority to issue not more than 1,000 shares of capital stock.

ARTICLE III

The street address and county of the initial registered office of the corporation is 133 Peachtree Street, N.E., Suite 4200, Atlanta, Georgia 30303-1840. The initial registered agent of the corporation at such address is Thomas G. Burch, Jr.

ARTICLE IV

The name and address of the incorporator is: Thomas G. Burch, Jr., Esq., 133 Peachtree Street, N.E., Suite 4200, Atlanta, Georgia 30303-1840.

ARTICLE V

The mailing address of the initial principal office of the corporation is:

c/o Pope & Land Enterprises, Inc.
Cumberland Center II, Suite 1550
3100 Cumberland Circle
Atlanta, Georgia 30339

ARTICLE VI

The initial Board of Directors shall consist of one member, whose name and address is as follows:

<u>Name</u>	<u>Address</u>
A. J. Land, Jr.	4195 Farmington Place, N.W. Atlanta, Georgia 30339

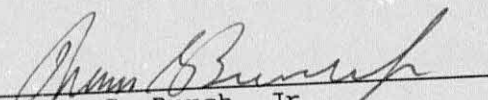
ARTICLE VII

Pursuant to the Georgia Business Corporation Code, Section 14-2-704, any action required by the Georgia Business Corporation Code to be taken at a meeting of the shareholders and any action which may be taken at a meeting of the shareholders may be taken without a meeting if written consent, setting forth the action so taken, shall be signed by persons who would be entitled to vote at a meeting those shares having voting power to cast not less than the minimum number (or numbers, in the case of voting by classes) of votes that would be necessary to authorize or take such action at a meeting of shareholders at which all shares entitled to vote were present and voted, subject to the limitations and notice requirements of Section 14-2-704.

ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of the director's duty of care or other duty as a director, provided, that this provision shall eliminate or limit the liability of a director only to the extent permitted from time to time by the Georgia Business Corporation Code as amended from time to time, or any law governing such matters which replaces the Georgia Business Corporation Code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as the Incorporator as of the 21 day of July, 1994.


Thomas G. Burch, Jr.
Incorporator

ATL-81235.1

BSR (1)
JUL 21 12 29 PM '94

- 2 -

SECRETARY OF STATE



Business Services and Regulation
 Suite 315, West Tower
 2 Martin Luther King, Jr. Drive
 Atlanta, Georgia 30334-1530
 (404) 656-2817

MAX CLELAND
 Secretary of State
 State of Georgia

TRANSMITTAL INFORMATION FOR GEORGIA
 PROFIT OR NONPROFIT CORPORATIONS

J. F. GULLION
 Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

942020687

P073692

9418253

DOCKET	PENDING/COMPLETED	DATE
DOCKET NO.	DATE RECEIVED	DATE COMPLETED
DATE FILED	APPROVED BY	DATE COMPLETED
JURISDICTION (County) Code		
EXAMINER		

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
 INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1.	941740601	
	Corporate Name Reservation Number	
	C.L.I., Inc.	
	Corporate Name (exactly as appears on name reservation)	
2.	Thomas G. Burch, Jr.	527-8218
	Applicant/Attorney	Telephone Number
	133 Peachtree Street, 42nd Floor	
	Address	
	Atlanta	Georgia 30303
	City	State Zip Code
3.	NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)	
	1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)	
	2. ORIGINAL ARTICLES OF INCORPORATION	
	3. ONE COPY OF ARTICLES OF INCORPORATION	
	I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been or will be mailed or delivered to the authorized newspaper as required by law.	
		7/21/94
	Authorized Signature	Date

LAW OFFICES OF
PAUL, HASTINGS, JANOFSKY & WALKER

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

FORTY-SECOND FLOOR
GEORGIA-PACIFIC CENTER
133 PEACHTREE STREET, N. E.
ATLANTA, GEORGIA 30303
TELEPHONE (404) 588-9900
TELECOPIER: (404) 523-1542

July 21, 1994

CONNECTICUT OFFICE
ONE CANTERBURY GREEN
STAMFORD, CONNECTICUT 06901
TELEPHONE (203) 357-0100

NEW YORK OFFICE
9 WEST 57TH STREET
NEW YORK, NEW YORK 10019
TELEPHONE (212) 832-6100

WASHINGTON, D.C. OFFICE
1050 CONNECTICUT AVENUE, N. W.
WASHINGTON, D.C. 20036
TELEPHONE (202) 223-9000

TOKYO OFFICE
TORANOMON OHTORI BUILDING
4-3, TORANOMON 1-CHOME
MINATO-KU, TOKYO 105
TELEPHONE (03) 507-0730

COUNSEL
LEE G. PAUL
ROBERT R. HASTINGS
LEONARD S. JANOFSKY
CHARLES M. WALKER

LOS ANGELES OFFICE
555 SOUTH FLOWER STREET
LOS ANGELES, CALIFORNIA 90071
TELEPHONE (213) 683-6000

ORANGE COUNTY OFFICE
695 TOWN CENTER DRIVE
COSTA MESA, CALIFORNIA 92626
TELEPHONE (714) 641-1100

WEST LOS ANGELES OFFICE
1299 OCEAN AVENUE
SANTA MONICA, CALIFORNIA 90401
TELEPHONE (213) 481-1200

WRITER'S DIRECT DIAL NUMBER

(404) 527-8218

OUR FILE NO:

VIA HAND DELIVERY

Secretary of State
Business Services and Regulations
Suite 306, West Tower
2 Martin Luther King, Jr. Drive, SE
Atlanta, Georgia 30334

Re: Incorporation of **C.L.I., INC.**

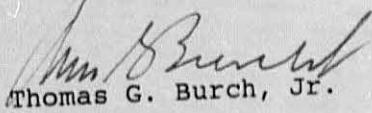
Dear Sir:

Enclosed are:

1. A completed Form BSR 227;
2. The original and one conformed copy of Articles of Incorporation for C.L.I., INC.; and
3. Our firm's check in the amount of \$160.00 payable to the Secretary of State for the incorporation fee (\$60.00) and the expedite fee (\$100.00). **Expedited filing is required since the corporation must be formed by July 21, 1994.**

Please file the Articles of Incorporation and return a Certificate of Incorporation and one copy of the Articles of Incorporation, as filed, to me.

Sincerely,


Thomas G. Burch, Jr.

For PAUL, HASTINGS, JANOFSKY & WALKER

Enclosures

ATL-81235.1

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

DOCKET NUMBER : 012040268
CONTROL NUMBER : K418253
DATE INCORPORATED: 07/21/1994
DATE DISSOLVED : 07/05/1999
EFFECTIVE DATE : 06/27/2001
REFERENCE : 0077
PRINT DATE : 07/23/2001
FORM NUMBER : 122

TIM WEBER
STE 400, 3225 CUMBERLAND BLVD.
ATLANTA, GA 30339

CERTIFICATE OF REINSTATEMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

C.L.I., INC.
A DOMESTIC PROFIT CORPORATION

was incorporated and later dissolved on the dates stated above. Said corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said corporation is hereby reinstated as of the effective date of this certificate, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The corporation's reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox

Cathy Cox
Secretary of State



Cathy Cox
Secretary of State

CORPORATIONS DIVISION
Suite 315 West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530
(404) 656-2817

01204 0268

TIM WEBER
3225 CUMBERLAND BLVD.
SUITE 400
ATLANTA, GA 30339

Reservation Number : 011700279
Control Number : K418253
Date Dissolved : 07/05/1999
Telephone Number : (404) 656-2817
Amount Due : \$160.00
Print Date : 06/19/2001
Form Number : 522

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned domestic corporation hereby applies to the Secretary of State for a certificate of reinstatement of a domestic corporation and submits the following:

C.L.I., INC.

Was administratively dissolved by the Office of Secretary of State on the date stated above for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the corporation have been paid. The name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the corporation will hereafter be known is

C.L.I., INC.

This application must be accompanied by the annual registration and the amount due above which is the sum of the filing fee, and the total annual fees.

Complete and return all copies of this form with a check made payable to the Secretary of State for the amount due above. This application must be signed by the Chairman of the Board of Directors, President, or other Corporate Officer.

Julius P. Thomas Secretary 6-22-01

Signature A.J. Land, Jr. Date 7/16/01
Chairman

CORPORATION NAME ADDRESS CITY STATE ZIP

CORPORATIONS DIVISION
JUN 27 AM 9:40
SECRETARY OF STATE
JUN 28 1 54 PM '01
SECRETARY OF STATE



Cathy Cox
Secretary of State

CORPORATIONS DIVISION
315 West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

DOCUMENT RETURN NOTICE

TIM WEBER
STE 400, 3225 CUMBERLAND BLVD.
ATLANTA GA 30339

DOCKET NUMBER : 011840528
CONTROL NUMBER : K418253
DATE RECEIVED : 07/03/2001
EXAMINER : V ROBBINS
TELEPHONE NUMBER: 404-656-2784
PRINT DATE : 07/03/2001
FORM NUMBER : 705

ATTENTION: CORRECTIONS ARE TO BE MADE BY APPLICANT. RETURN THIS FORM WITH THE CORRECT FILE AND CORRECTED DOCUMENTS. DEFICIENCIES LISTED BELOW MUST BE CORRECTED PRIOR TO REFILING OF DOCUMENTS.

RE: C.L.I., INC.
APPLICATION FOR REINSTATEMENT (1997 LAW)

THE APPLICATION OF REINSTATEMENT NEEDS TO BE SIGNED BY A FORMER OFFICER OR DIRECTOR.

NO FILING IS OFFICIALLY RECEIVED UNLESS ACCOMPANIED BY THE CORRECT FEE. ALL FEES, IF ACCEPTED, ARE NON-REFUNDABLE. FEES ARE NOT DEEMED PAID UNTIL A CHECK HAS BEEN HONORED BY THE FINANCIAL INSTITUTION UPON WHICH THE CHECK IS DRAWN.