

9734508

09/25/1997

E. T. PROPERTIES, INC.

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

CONTROL NUMBER: 9734508  
EFFECTIVE DATE: 09/25/1997  
COUNTY : COBB  
REFERENCE : 0012  
PRINT DATE : 09/29/1997  
FORM NUMBER : 311

DANNY G. SCHULMAN  
CULTER & SCHULMAN, P.C.  
1600 SOUTH COBB DRIVE, SUITE 100  
MARIETTA GA 30060

**CERTIFICATE OF INCORPORATION**

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

**E. T. PROPERTIES, INC.  
A DOMESTIC PROFIT CORPORATION**

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.



*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE

**ARTICLES OF INCORPORATION**

**OF**

**E. T. PROPERTIES, INC.**

1.

The name of the corporation is E. T. PROPERTIES, INC.

2.

The corporation shall have perpetual duration.

3.

The corporation is a corporation for profit, and is organized for the following general purposes:

A. To procure, and in every way deal in and with the business of acquisition and development of real property.

B. To engage in the business of developing and general contracting; to buy, sell, improve and develop real property; to construct buildings and improvements on real property owned by this corporation and by other persons and entities; to hold real property and improvements for sale and for investment; to lease, let, buy, sell and exchange all manner of properties, personal, real, tangible, intangible and mixed.

C. To acquire, buy, sell, mortgage, pledge, encumber, hypothecate and transfer both real and personal property, or any interest therein; to acquire any and all interests in any other

corporations, and to act as a joint venturer, partner, general partner or limited partner with any other person or entity; to engage in any form of business association or entity; to deal in licenses, royalties, patents and inventions.

D. To engage in any lawful business or activity relating thereto.

E. To engage in any lawful act or activity for which corporations may be organized under the Georgia Business Corporation Code.

F. To enter into any form of business for any lawful purposes not specifically prohibited to corporations for profit under the Laws of the State of Georgia.

4.

The corporation shall have all of the powers and shall enjoy all of the rights, privileges and immunities as are provided for under the Georgia Business Corporation Code.

5.

The maximum number of shares of capital stock that the corporation shall be authorized to have outstanding at any time shall be 50,000 shares of common stock of the par value of One Dollar (\$1.00), per share; and the corporation shall not begin business until it has received consideration of a fixed value, which value shall not be less than Five Hundred Dollars (\$500.00), for the issuance of its shares of common stock.

6.

None of the holders of shares of common stock of the corporation shall be entitled as a matter of right to purchase, subscribe for or otherwise acquire any new or additional shares of capital stock of the corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, evidences or indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise

acquire any such new or additional shares.

7.

The Board of Directors of the corporation may authorize the issuance of bonds, debentures and other evidences of indebtedness of the corporation and may fix all the terms thereof, including without limitation, the convertibility thereof into shares of stock of the corporation of any class, or any series of the same class.

8.

The Board of Directors of the corporation may authorize the issuance of the common stock of the corporation so as to qualify under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

9.

The initial registered office of the corporation shall be Suite 100, 1600 South Cobb Drive, Marietta, Georgia 30060, and the initial registered agent at said address shall be Danny G. Schulman. The initial principal business location of the corporation is 1008 Malibu Drive, Marietta, Ga. 30066.

10.

The initial Board of Directors of the corporation shall consist of Two (2) members, whose names and addresses are as follows:

BOBBY J. ELLIOTT, 1008 Malibu Drive, Marietta, Ga. 30066;

LINDA J. ELLIOTT, 1008 Malibu Drive, Marietta, Ga. 30066.

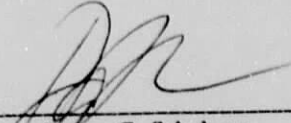
11.

The name and address of the incorporator is Bobby J. Elliott, 1008 Malibu Drive, Marietta, Ga. 30066.

12.

The corporation shall have the power, acting through its Board of Directors, to make distributions to its shareholders out of its capital surplus and to purchase its own shares out of its unreserved and unrestricted capital surplus available therefor.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation, this date:  
September 18, 1997.

  
\_\_\_\_\_  
Danny G. Schulman  
Attorney for the Incorporator

SECRETARY OF STATE  
SEP 25 9 10 AM '97  
BSR (4)

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

RESERVATION NUMBER: 972480324  
EFFECTIVE DATE : 09/05/1997  
EXPIRATION DATE : 12/04/1997  
LICENSE NUMBER : N/A  
CONSENT ON FILE : N/A  
PRINT DATE : 09/05/1997  
FORM NUMBER : 506

DANNY SCHULMAN  
1600 SOUTH COBB DRIVE  
STE. 100  
MARIETTA GA 30060

**NAME RESERVATION CERTIFICATE**

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the records of the Secretary of State have been reviewed and the name

**E. T. PROPERTIES, INC.**

is not identical to, and appears to be distinguishable from, the name of any other existing entity on file pursuant to Title 14 of the Official Code of Georgia Annotated.

This certificate shall be valid for a nonrenewable period of ninety days from the date of this certificate. Please submit this original certificate with any subsequent formation filing.

Name reservations are not renewable after expiration of the statutory reservation period stated above.

*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE



**CUTLER & SCHULMAN, P.C.**  
ATTORNEYS AND COUNSELORS AT LAW

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Paul Steven Cutler  
Danny G. Schulman

1600 South Cobb Drive  
Suite 100  
Marietta, Georgia 30060  
Telephone (770) 429-9242  
Telecopier (770) 499-1373

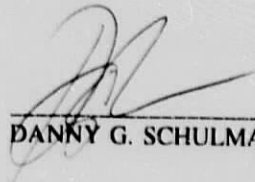
**CONSENT TO APPOINTMENT AS REGISTERED AGENT**

September 18, 1997

Lewis A. Massey  
Georgia Secretary of State  
Suite 306, West Tower  
#2 Martin Luther King, Jr. Dr., S.E.  
Atlanta, Georgia 30334

Re: E. T. Properties, Inc.

I, DANNY G. SCHULMAN, do hereby consent to serve as Registered Agent for the above corporation. My Address is Cutler & Schulman, P.C., Suite 100, 1600 South Cobb Drive, Marietta, Georgia 30060.

  
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DANNY G. SCHULMAN

**CUTLER & SCHULMAN, P.C.**  
ATTORNEYS AND COUNSELORS AT LAW

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Paul Steven Cutler  
Danny G. Schulman

1600 South Cobb Drive  
Suite 100  
Marietta, Georgia 30060  
Telephone (770) 429-9242  
Telecopier (770) 499-1373

September 18, 1997

Lewis A. Massey  
Georgia Secretary of State  
Suite 306, West Tower  
#2 Martin Luther King, Jr. Dr., S.E.  
Atlanta, Georgia 30334

Re: E. T. Properties, Inc.

Dear Mr. Massey:

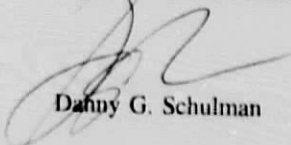
Enclosed please find the original and two copies of the following documents, in connection with the incorporation of the above concern:

Articles of Incorporation;  
Consent to Appointment as Registered Agent;  
Name Reservation Certificate;  
Secretary of State Form BSR 227;

Also, enclosed please find our check in the amount of \$60.00 payable to the Georgia Secretary of State as the incorporation fee.

Please inform the undersigned if anything further is needed to complete the incorporation. Thank you for your assistance in this matter.

Sincerely,  
CUTLER & SCHULMAN, P.C.



Danny G. Schulman

DGS:wdw  
Enclosures



**CORPORATIONS DIVISION**

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

Corporate Information via the Internet - <http://www.sos.state.ga.us>  
(404) 656-2817

CATHY COOK  
Assistant Secretary of State -  
Operations

LEWIS A. MASSEY  
Secretary of State

WARREN H. BARY  
Director

**TRANSMITTAL INFORMATION  
GEORGIA PROFIT OR NONPROFIT CORPORATIONS**

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	972720002	PENDING #	P199110	CONTROL #	9134508
DOCKET CODE	311	DATE FILED	9/25/97	AMOUNT RECEIVED	60
TYPE CODE	DP	EXAMINER	12	JURISDICTION (COUNTY) CODE	033
CHECK/RECEIPT # 16692					

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

1.	972480324	Corporate Name Reservation Number	
	E. T. PROPERTIES, INC.	Corporate Name	
2.	DANNY G. SCHULMAN / CULTER & SCHULMAN, P.C.	Applicant/Attorney	(770)429-9242 Telephone Number
	1600 SOUTH COBB DRIVE, SUITE 100	Address	
	MARIETTA, GA 30060	City State Zip Code	
3.	1008 MALIBU DRIVE	MARIETTA	GA 30066
	Principal Office Mailing Address	City State Zip Code	
4.	DANNY G. SCHULMAN	Name of Registered Agent in Georgia	
	CUTLER & SCHULMAN, P.C. 1600 SOUTH COBB DRIVE, SUITE 100	Registered Office Street Address in Georgia	
	MARIETTA COBB GA 30060	City County State Zip Code	
5.	BOBBY J. ELLIOTT	Name of Incorporator	
	1008 MALIBU DRIVE	Address of Incorporator	
	MARIETTA GA 30066	City State Zip Code	
6.	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 Notice of Intent to Incorporate with a publishing fee of \$4C.00 has been or will be mailed or delivered to the authorized newspaper as required by law.		
	Mail or deliver to the Secretary of State, at the above address, the following:		
	1) This transmittal form		
	2) The original and one copy of the Articles of Incorporation		
	3) a filing fee of \$60.00 payable to Secretary of State.		
		Authorized Signature	SEPTEMBER 18, 1997 Date
	DANNY G. SCHULMAN		

FILING FEES ARE NON - REFUNDABLE

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