

Filing Fee: \$100.00

ID Number:

130 753



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is ERMC II, L.P. *glt*
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:

2. The limited partnership is organized under the laws of Tennessee
and the date of its formation is November 30, 1998

3. The general character of the business it proposes to transact in Rhode Island is:

Provide maintenance and security services

4. The name and address of the agent for service of process is CT Corporation System
(Name of Agent)

10 Weybosset Street

(Street Address, not P.O. Box)

Providence

(City/Town)

, RI 02903

(Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:

6148 Lee Hwy, Suite 300, Chattanooga, TN 37421

CO. 111 62 8 11/10/98
NO SHOWING
EVALUATION
CHATTANOOGA

CO. 111 62 8 11/10/98
NO SHOWING
EVALUATION
CHATTANOOGA

FILED

MAR 17 2003

By

ANF

315285

7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
<u>Russell Security Co. II, Inc.</u>	<u>6148 Lee Hwy, Suite 300, Chattanooga, TN 37421</u>
_____	_____
_____	_____
_____	_____
_____	_____

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

6148 Lee Hwy, Suite 300, Chattanooga, TN 37421

9. A mailing address for the foreign limited partnership is 6148 Lee Hwy, Suite 300, Chattanooga,
TN 37421

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

Date: January 13, 2003

ERMC II, L.P.

Print Exact Name of Limited Partnership Making Application

RUSSELL SECURITY CO. II, INC., General Partner

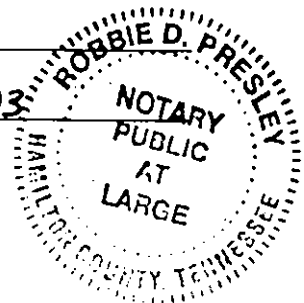
By Emerson E. Russell Emerson E. Russell,
General Partner President

STATE OF TENNESSEE
COUNTY OF HAMILTON

In Chattanooga, Tennessee, on this 13th day of January, 2003, personally appeared before me EMERSON E. RUSSELL, who, being by me first duly sworn, declared that he is the President of Russell Security Co. II, Inc., general partner of ERMC II, L.P. and that he signed the foregoing document as such officer of the general partner of the limited partnership, and that the statements herein contained are true.

Robbie D. Presley
Notary Public

My Commission Expires: 3/23/2003



**Secretary of State
Division of Business Services**

**312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243**

ISSUANCE DATE: 03/10/2003
REQUEST NUMBER: 4748-02882
TELEPHONE CONTACT: (615) 741-6488

FILE/REGISTRATION DATE: 11/30/1998
STATUS: ACTIVE
CONTROL NUMBER: 0361297
JURISDICTION: TENNESSEE

TO:
SHUMACKER WITT GAITHER & WHITAKER PC
701 MARKET STREET
SUITE 500
CHATTANOOGA, TN 37402

REQUESTED BY:
SHUMACKER WITT GAITHER & WHITAKER PC
701 MARKET STREET
SUITE 500
CHATTANOOGA, TN 37402

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"ERMC II, L.P."

IS A LIMITED PARTNERSHIP DULY CREATED UNDER THE LAW OF THIS STATE, WHOSE
CERTIFICATE OF LIMITED PARTNERSHIP WAS FILED WITH THIS OFFICE ON THE DATE GIVEN
ABOVE.
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED PARTNERSHIP HAVE BEEN PAID AND THAT A CERTIFICATE OF
CANCELLATION OF LIMITED PARTNERSHIP HAS NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 03/10/03

FROM:
SHUMACKER WITT GAITHER & WHITAKER PC
S-500, FIRST TN BLDG
701 MARKET STREET
CHATTANOOGA, TN 37402-4804

	FEES	
RECEIVED:	\$60.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$60.00

RECEIPT NUMBER: 00003235403
ACCOUNT NUMBER: 00404086



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE