

APPLICATION FOR
REINSTATEMENT
FOR
LIMITED PARTNERSHIP



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -2 AM 11:10

DOCUMENT # **B96000000217**

1. Name of Limited Partnership
Heritage Operating, L.P.
dba Heritage Operating, Limited Partnership

DO NOT WRITE IN THIS SPACE.

2. Mailing Address <i>8801 South Yale</i>		3. Principal Office Address <i>8801 South Yale</i>		4. Date Formed or Registered To Do Business in Florida <i>June 14, 1996</i>	
Suite, Apt. #, etc. <i>Suite 310</i>		Suite, Apt. #, etc. <i>Suite 310</i>		5. FEI Number <i>73-1495293</i>	
City & State <i>Tulsa, OK</i>		City & State <i>Tulsa, OK</i>		Applied For Not Applicable	
Zip <i>74137</i>	Country <i>U.S.A.</i>	Zip <i>74137</i>	Country <i>U.S.A.</i>	6. CERTIFICATE OF STATUS DESIRED <input type="checkbox"/> \$8.75 Additional Fee required for a Certificate of Status	
7. State or Country of Formation <i>Delaware</i>					

8a. Capital Contributions as Shown on Record: <i>6/14/97 10,547,250.00</i>	FEES: 1.) Filing Fee(s): Computed at a rate of \$7 per \$1,000 on amount entered in 8b, with a minimum filing fee of \$52.60 and a maximum of \$437.60, for each year due this office. 2.) Supplemental Fee(s): \$103.75 for each year due this office, beginning with 1992 calendar year. 3.) Penalty Fee(s): \$500 penalty fee for each year report form is delinquent. Note: If the amount entered in 8b is greater than amount entered in 8a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
8b. Amount of Capital Contributions in FLORIDA to date: <i>10,547,250</i>	

9. Name and Address of Current Registered Agent <i>CT Corporation System</i> <i>1700 South Pine Island Road</i> <i>Plantation, FL 33324</i>	10. If changed, new registered agent/office Name <i>900002284229--9</i> Street Address (P.O. Box Number is Not Acceptable) <i>09/03/97--01084--005</i> Suite, Apt. #, etc. <i>****541.25 ****541.25</i> City FL Zip Code
--	---

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s) I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Names of General Partner(s)	Address of Each General Partner (Do NOT use Post Office Box Numbers)	City, State and Zip Code	11a. Registration Document Number
<i>Heritage Holding, Inc.</i>	<i>8801 S. Yale, Ste. 310</i>	<i>Tulsa, OK 74137</i>	<i>F96000002981</i>

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE *X H. Michael Krimbill* CHIEF FINANCIAL OFFICER DATE *X 7-24-97*
 Typed or Printed Name of General Partner Signing Form *X H. Michael Krimbill* Telephone Number *918 412 7272*

CR2500 (1/97)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP - 2 AM 11: 10

July 18, 1997

Florida Department of State
Sandra B. Mortham
Secretary of State


RE: Heritage Operating, L.P.
Document# B9600000217
FID# 73-1495293

Dear Sir or Madam:

Please abate any late filing penalty that may be assessed. Heritage Operating, L.P. became qualified in Florida in 1996. A Annual report to register was not received in the mail. Now that we know that there is an Annual Report due before May 1 of each year we will not let this happen again. Thank you for your understanding.

Under penalty of perjury I declare that the above is true and correct to the best of my knowledge.

Sincerely,



H. Michael Krimbill



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1997

HERITAGE OPERATING, LIMITED PARTNERSHIP
8801 SOUTH YALE, SUITE 310
TULSA, OK 74137

SUBJECT: HERITAGE OPERATING, LIMITED PARTNERSHIP
Ref. Number: B9600000217

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP - 2 AM 11: 11

We have received your document for HERITAGE OPERATING, LIMITED PARTNERSHIP and your check(s) totaling \$541.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have indicated in block 5b or 8b on the document that the contributions of the limited partners have gone beyond what we currently have on file. A supplemental affidavit must be filed pursuant to chapter 620, Florida Statutes. The filing fee is based on the additional amount of contributions calculated at a rate of \$7 per \$1000 with a minimum filing fee of \$52.50 and a maximum filing fee of \$1750.

The subject limited partnership's certificate of authority was revoked April 18, 1997, for failure to file an annual report.

To reinstate the limited partnership you should file a current annual report/reinstatement, which has been signed by a general partner.

The partnership must pay filing fees totaling \$541.25, an amount equal to the total amount it would have paid this office had it filed its annual reports in a timely manner. In addition to the filing fees, there is a fine of \$500 for each year or part thereof during which the limited partnership's certificate was revoked for the years 1984 through the present, and \$103.75 supplemental fee per year from 1992 forward. If a registered agent has not been previously designated, an additional \$35 is due to designate the registered agent.

The total amount due to reinstate is \$1041.25. An additional \$8.75 is due for each certificate of status requested.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 197A00038796