

1399000000295



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 335892 4807453

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 1942.50

ORDER DATE : August 9, 1999

ORDER TIME : 11:01 AM

ORDER NO. : 335892-005

200002955942--2

CUSTOMER NO: 4807453

CUSTOMER: Kimberly Fosterling, L.a.
Shartsis, Friese, & Ginsburg
18th Floor
One Maritime Plaza
San Francisco, CA 94111

FOREIGN FILINGS

NAME: GREYHOUND CROSSOVER FUND
LIMITED PARTNERSHIP

5

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 10 PM 3:33

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY (3 COPIES)
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

RLC

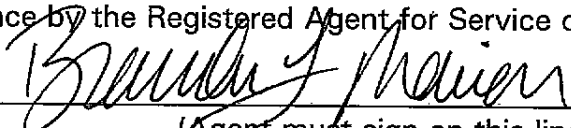
8/10/99

RECEIVED
9/10/99
11:01 AM

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 10 PM 3:33

1. Greyhound Crossover Fund Limited Partnership
(Name of limited partnership as it is in the home state)
2. N/A
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")
3. Delaware 4. 7/29/99
(State of Formation) (Date of Formation)
5. Brandon L. Marion
(Name of Registered Agent for Service of Process)
6. 33 N. Garden Avenue, Suite 750
(Street Address of Registered Office)
Clearwater Florida 33755
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.

(Agent must sign on this line)
8. 33 N. Garden Avenue, Suite 750, Clearwater, FL 33755
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)
9. NAME OF GENERAL PARTNERS SPECIFIC ADDRESS
Bulldog Capital Management Limited Partnership 33 N. Garden Avenue, Suite 750,
396300000008 Clearwater, FL 33755
10. 33 N. Garden Avenue, Suite 750, Clearwater, FL 33755
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.
12. 33 N. Garden Avenue, Suite 750, Clearwater, FL 33755
(Mailing Address of Limited Partnership)

This 22nd day of July, 1999.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Bulldog Capital Management Limited Partnership
General Partner

By: Bulldog Capital Management, Inc.
General Partner

By:

Brandon L. Marion
Brandon L. Marion
President

STATE OF FLORIDA

COUNTY OF PINEALLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 22nd day of July, 1999, by Brandon L. Marion, President of Bulldog Capital Management, Inc., the General Partner of Bulldog Capital Management Limited Partnership (Name of General Partner) of

Greyhound Crossover Fund Limited Partnership
(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.



Seal

PAUL MAGNIE
COMMISSION # CC 567300
EXPIRES JUN 26, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

Paul Magnie
Notary Public

State of FLORIDA at Large
My Commission Expires: 6/26/2000

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 PM 3:33

BEFORE ME, the undersigned, personally appeared Brandon L. Marion, President of Bulldog Capital Management, Inc., the General Partner of Bulldog Capital Management Limited Partnership, the general partner of Greyhound Crossover Fund Limited Partnership, a (an) Delaware, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 200,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 200,000,000.

This 22nd day of July, 1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

Bulldog Capital Management Limited Partnership
General Partner

By: Bulldog Capital Management, Inc.
General Partner

By: Brandon L. Marion
Brandon L. Marion
President

STATE OF FLORIDA
COUNTY OF PINEALLAS

DATE July 22, 1999

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Brandon L. Marion, President of Bulldog Capital Management, Inc., the General Partner of Bulldog Capital Management Limited Partnership, (General Partner), known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in
the State and County aforesaid, this 22ND day of JULY, 1999.

Paul Magnie
Notary Public

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 AUG 10 PM 3:33

Seal



PAUL MAGNIE
COMMISSION # CC 567300
EXPIRES JUN 26, 2000
BONDED THRU
ATLANTIC BONDING CO. INC.

State of FLORIDA at Large
My Commission Expires: 6/26/2000

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