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0721000000932 4728933

ACCOUNT NO. :  
REFERENCE : 104679  
AUTHORIZATION : Patricia Pizito  
COST LIMIT : \$ 70.00

ORDER DATE : October 1, 1996

ORDER TIME : 9:53 AM

ORDER NO. : 104679

800001962818

CUSTOMER NO: 4728933

CUSTOMER: Lily F. Bussey, Legal Asst  
Mcmanemin & Smith  
Suite 1600  
600 North Pearl Street  
Dallas, TX 752012810

FOREIGN FILINGS

NAME: JPI TEXAS DEVELOPMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX        PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A CORPORATION TO TRANSACTION BUSINESS IN THE STATE OF  
FLORIDA:

1. JPI Texas Development, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or  
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person  
or partnership if not so contained in the name as present.)
2. Texas 3. 75-2440939  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 31, 1992 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 27, 1996  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.)
7. 600 East Las Colinas Boulevard, Suite 1800  
Irving, Texas 75039  
(Current mailing address)
8. To transact any or all lawful business which corporations may be organized under  
the Florida Business Corpora  
(Purpose(s) of corporation authorized ... some state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**  
Name: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(Zip Code)

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**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above-stated  
corporation at the place designated in this application, I hereby accept the appointment as  
registered agent and agree to act in this capacity. I further agree to comply with the provisions  
of all statutes relative to the proper and complete performance of my duties, and I am familiar with  
and accept the obligations of my position as registered agent.*

**CORPORATION SERVICE COMPANY**

By: Carol K. Dale  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to  
delivery of this application to the Department of State, by the Secretary of State or other  
official having custody of corporate records in the jurisdiction under the law of which it is  
incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: John W. Carpenter, III  
Address: 600 East Las Colinas Boulevard, Suite 1800  
Irving, Texas 75039

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: J. Frank Miller, III  
Address: 600 East Las Colinas Boulevard, Suite 1800  
Irving, Texas 75039

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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B. OFFICERS

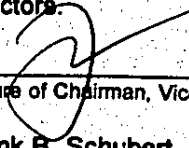
President: J. Frank Miller, III  
Address: 600 East Las Colinas Boulevard, Suite 1800  
Irving, Texas 75039

Vice President: W. Pretlow Riddick  
Address: 8230 Boone Boulevard, Suite 340  
Vienna, Virginia 22182

Secretary: Frank B. Schubert, Jr.  
Address: 600 East Las Colinas Boulevard, Suite 1800  
Irving, Texas 75039

Treasurer: Frank B. Schubert, Jr.  
Address: 600 East Las Colinas Boulevard, Suite 1800  
Irving, Texas 75039

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application).

14. Frank B. Schubert, Jr., Executive Vice President  
(Typed or printed name and capacity of person signing application).

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA

JPI Texas Development, Inc.

No. 12.B. (cont.)

Co-Chief Executive Officer:  
Address:

John W. Carpenter, III  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Co-Chief Executive Officer:  
Address:

J. Frank Miller, III  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Senior Executive Officer and  
Chief Operating Officer:  
Address:

Robert D. Page  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Executive Vice President:  
Address:

Frank B. Schubart, Jr.  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Senior Vice President and  
Assistant Secretary:  
Address:

C. Christopher Harris  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Senior Vice President:  
Address:

David C. Ward  
98 San Jacinto, Suite 1000  
Austin, Texas 78701

Senior Vice President:  
Address:

Guy E. Brignon  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Senior Vice President:  
Address:

James A. Fadley  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Arthur G. Carpenter  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Heather C. Finlay  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Robert T. Poynter  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

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Vice President  
Address:

James E. Truitt  
300 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

John F. O'Connor, III  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Vanessa J. Hoffman  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Gregory A. Cason  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Gus A. Villalba  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

James J. McGinley, III  
600 East Las Colinas, Suite 1800  
Irving, Texas 75039

Vice President  
Address:

Ed Easley  
4350 La Jolla Village Drive, Suite 300  
San Diego, California 92122

Vice President  
Address:

Douglas Hoy  
7900 Glades Road, Suite 520  
Boca Raton, Florida 33434

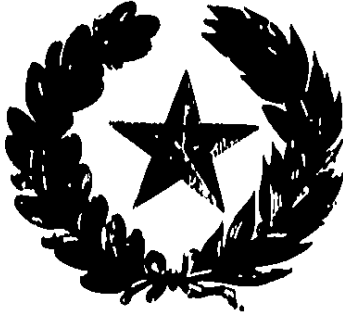
Vice President  
Address:

Tim McEntee  
1444 Wazee Street, Suite 333  
Denver, Colorado 80202

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# The State of Texas

**SECRETARY OF STATE**

**IT IS HEREBY CERTIFIED, that  
Articles of Incorporation  
of**

**JPI TEXAS DEVELOPMENT, INC.  
CHARTER NO. 1239857**

**were filed in this office and a certificate of incorporation was issued on  
JULY 31, 1992;**

**IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and  
that the corporation is still in existence.**

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**IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on September 27, 1996.**

**Antonio O. Garza, Jr.  
Secretary of State**

**DAE**