

Document Number Only

m98000000 399

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

200002484262--5  
-04/09/98--01082--025  
\*\*\*\*285.00 \*\*\*\*285.00

CORPORATION(S) NAME

CSL G.P. LLC

98 APR 23 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment
- Merger
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Annual Report
- Fict. Filing
- Photo Copies
- Call When Ready
- Walk In
- Mail Out
- Other
- Change of R.A.
- UCC-1
- CUS
- Call if Problem
- Will Wait
- After 4:30
- Pick Up

98 APR 9 PM 1:5  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

Name	4/24/98
Availability	dec
Document Examiner	dec
Updater	dec
Verifier	dec
Acknowledgment	dec
W.P. Verifier	dec

Please Return Extra Copy(s)  
Filed Stamp

Thanks, Melanie ☺

4-9-98  
File 155

CR2E031 (1-89)

m98000000 399

w980000008048

# COASTAL SECURITIES

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April 22, 1998

Ms. Diane Cushing  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
c/o CT Corporation Systems  
660 East Jefferson Street  
Tallahassee, FL 32301

Subject: CSL G.P., LLC  
Ref. Number: W98000008048  
Letter Number: 898A00019061

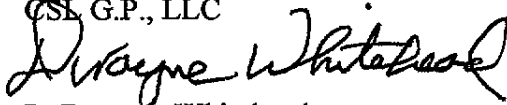
Dear Ms. Cushing:

This will respond to your letter of April 10, 1998 wherein you requested that we explain the answer we gave in block 6 of Form (FLA - LLC 3289 - 3/10/97).

No, CSL G.P., LLC ("CSL") has never sold securities or stocks and bonds through the Division of Securities & Investor Protection in Florida nor has CSL ever transacted business in Florida. CSL is the general partner of Coastal Securities, L.P.

Coastal Securities, L.P., a Delaware limited partnership, is registered with the Florida Department of Banking and Finance pursuant to Section 517 of the Florida Securities and Investor Act to sell or offer to sell securities in Florida.

Sincerely,  
CSL G.P., LLC



R. Dwayne Whitehead  
Member



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 10, 1998

C T CORPORATION SYSTEM  
660 EAST JEFFERSON STREET  
TALLAHASSEE, FL 32301

SUBJECT: CSL GP LLC  
Ref. Number: W98000008048

We have received your document for CSL GP LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please explain the answer you have in block 6. Were you just selling securities or stock and bonds through the Division of Securities & Investor Protection or were you actually transacting business in Florida.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 898A00019061

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS  
IN THE STATE OF FLORIDA:**

1. CSL G.P. L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. Texas  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 76-0487416  
(FEI number, if applicable)

4. 11-22-1995  
(Date of Organization)

5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. 05/13/92 (approved by Div. of Sec. & Investor Protection)  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.)

7. 5555 San Felipe, Ste. 2200  
Houston, TX 77056  
(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members.  
(attach additional page if necessary)

<b>NAME &amp; ADDRESS:</b>	<b>TITLE:</b>	<b>NAME &amp; ADDRESS:</b>	<b>TITLE:</b>
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Please see the attached list of members.

_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**Filing Fee: \$ 52.50 for Application**

**FILED**  
**98 APR 23 PM 3:30**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**Item 6. Names and addresses of the managers or, if none, the members.**

<u>Name</u>	<u>Number &amp; Street</u>	<u>City,State</u>	<u>Zip Code</u>	<u>MGR/Member</u>
David Master	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
C. Regan Coon IRA	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
Moon & Assoc.	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
R. Dwayne Whitehead IRA	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
Stuart Ford	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
Al Anderson	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
The LAPCO Blind Trust Deon Warner, Trustee	1100 Louisiana, Suite. 4750	Houston, TX	77002	Member
Steve LaPorte	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
Danny Gray	5555 San Felipe, Suite 2200	Houston, TX	77056	Member
The Klaus IRA Blind Trust Deon Warner, Trustee	1100 Louisiana, Suite 4750	Houston, TX	77002	Member

98 APR 28 PM 3:30  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**FILED**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of CSL G.P. L.L.C.  
deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 83,728.23
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 83,728.23. This total includes amounts from 2 and 3 above.

*Dwayne Whitehead*

Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  
Dwayne Whitehead, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR 23 PM 3:30

FILED

**Filing Fee: \$52.50 for Affidavit**

(FLA. - LLC 3348 - 3/10/97)  
CT System

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CSL G.P. L.L.C.

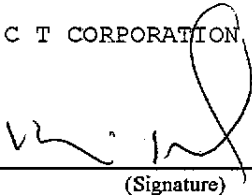
2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
(Name)  
c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)  
Plantation, Florida 33324  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T CORPORATION SYSTEM



(Signature)

Kirk Hood, Asst. Secy.

4-8-98

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent



# The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that  
Articles of Organization of

CSL G.P. LLC  
File No. 7014970-22

were filed in this office and a certificate of organization was issued to this limited liability company, and no certificate of dissolution is in effect and the company is currently in existence.

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98 APR 28 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 April 8, 1998.



Alberto R. Gonzales  
Secretary of State

MAC