

F96000000777

Document Number Only

C T CORPORATION SYSTEM
Incorporator's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092
CORPORATION(S) NAME

800001715918
-02/15/96--01076--003
*****70.00 *****70.00

TBC Realty VI Corporation

XP Profit
() Non Profit
() Limited Liability Company
X Foreign
() Amendment
() Dissolution/Withdrawal
() Annual Report
() Resurrection
() Photo Copies
() Call If Problem
() Will Wait
() Merge
() Merger
() Other
() Change of Name
() Fillet Name
() GUS/ G/B
() After 4:30
() Pick Up
96 FEB 15 PM 12:00
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2/15

NAME
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CH2E031 (1-09)

2/15/96

PLEASE RETURN EXTRA COPY(S)
FILED
96 FEB 15 PM 12:00
RECEIVED
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACT BUSINESS IN FLORIDA**

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

1. TBC REALTY VI CORPORATION
(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 at present.)

2. Texas
(State or country under the law of which it is incorporated)

3. 75-2590421
(FEI number, if applicable)

4. April 10, 1995
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. 1700 Pacific Avenue, Suite 3800, Dallas, Texas 75201
(Current mailing address)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 15 PM 12:57

8. own and lease real estate
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

Michael E. Jones, Asst-Secy
(Type Name and Title of Officer)

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: _____ See Attached Rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____ See Attached Rider

Address: _____

Vice President: _____

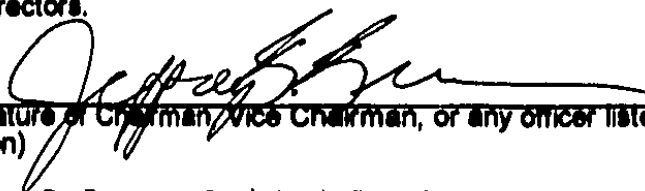
Address: _____

Secretary: _____

Address: _____

Treasurer: _____
Address: _____

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. Jeffrey P. Branner, Assistant Secretary _____
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 15 PM 12:57

List of Officers and Directors
for
TBC REALTY VI CORPORATION

<u>Name/Title</u>	<u>Address</u>
Henry C. Beck Director	1700 Pacific Avenue Suite 3800 Dallas, Texas 75201
Charles P. Shelby, Jr. President, Director	1700 Pacific Avenue Suite 3800 Dallas, Texas 75201
James F. Russell Vice President, Secretary, Director	1700 Pacific Avenue Suite 3800 Dallas, Texas 75201
Stephen S. Brookshire Vice President	1700 Pacific Avenue Suite 3800 Dallas, Texas 75201
Jerry Boggess Treasurer	1700 Pacific Avenue Suite 3800 Dallas, Texas 75201
Jeffrey B. Brawner Assistant Secretary	2311 Cedar Springs Road Suite 150 Dallas, Texas 75201

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 15 PM 2:57



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

TBC REALTY VI CORPORATION
CHARTER# 1352504

were filed in this office and a certificate of incorporation was issued on

APRIL 10, 1995;

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 15 PM 12:57



*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 February 13, 1996.*

1087.

Antonio O. Garza, Jr.
Secretary of State

BAM