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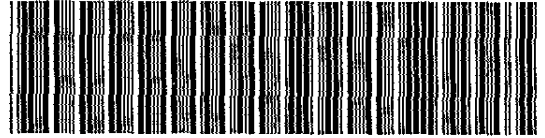
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04/06/06--01030--016 \*\*1000.00

04/06/06--01030--017 \*\*52.50

FILED  
2006 APR -6 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
06 APR -6 PM 12:24  
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FILED  
2006 APR -6 PM 4:32  
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**DATE:** 04-06-06

**NAME:** 10420 MCKINEY PARTNERS, LP

**TYPE OF FILING:** APPLICATION FOR FOREIGN PARTNERSHIP

**COST:** CK FOR \$1000 ATTACHED/ CK FOR \$52.50 ATTACHED

**RETURN:** CERTIFIED COPY

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**ACCOUNT:** ~~FCA0000000015~~

**AUTHORIZATION:** ~~ABBIE/PAUL HODGE~~

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**FILED**  
2006 APR -6 PM 4: 32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. 10420 MCKINLEY PARTNERS, LP  
(Name of limited partnership as it is in the home state)

2. (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. TEXAS (State of Formation) 4. 4/4/06 (Date of Formation)

5. Capitol Corporate Services, Inc. (Name of Registered Agent for Service of Process)

6. 1333 North Duval Street (Street Address of Registered Office)

Tallahassee, Florida 32303 (City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Dellanie Case Delanie Case, Asst. Secretary on behalf of Capitol Corporate Services, Inc. (Agent must sign on this line)

8. 5847 SAN FELIPE, SUITE 3600 HOUSTON, TX 77057 (Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS HANOVER/METLIFE G.P. LLC 5847 SAN FELIPE, STE 3600 HOUSTON, TX 77057 m 040000003560

10. THE HANOVER COMPANY, 5847 SAN FELIPE, STE. 3600 HOUSTON, TX 77057 (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 canceled or withdrawn.

FILED 2006 APR -6 PM 1:32 SECRETARY OF STATE TALLAHASSEE, FLORIDA

12. 5847 SAN FELIPE, STE 3600

HOUSTON, TX 77057

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 4th day of APRIL, 2006

HANOVER/METLIFE G.P. LLC, its sole general partner  
By: Hanover/MetLife Master Limited Partnership, its sole manager/member  
By: THC Development Partners 2000, its sole general partner  
By: THC Capital G.P. LLC, its sole general partner  
By: Kathy K. Binford, Vice President

Kathy K. Binford  
General Partner

STATE OF TEXAS

COUNTY OF HARRIS

On this \_\_\_\_\_ day of APRIL, 2006

KATHY K. BINFORD, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of \_\_\_\_\_

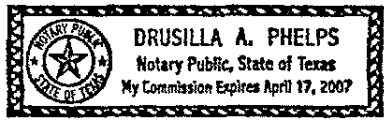
Drusilla A. Phelps

(Notary Public Signature)

**DRUSILLA A. PHELPS**

(Notary's Printed Name)

Seal My Commission Expires: 4/17/07



Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Roger Williams  
Secretary of State

## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for 10420 McKinley Partners, LP (filing number: 800636649), a Domestic Limited Partnership (LP), was filed in this office on April 04, 2006.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 05, 2006.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State