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ACCOUNT NO. : 072100000032

REFERENCE : 657234 4380811

AUTHORIZATION :

Patricia Pizante

COST LIMIT : \$ 1785.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 11 PM 5:57

ORDER DATE : April 10, 2000

ORDER TIME : 2:23 PM

ORDER NO. : 657234-015

CUSTOMER NO: 4380811

900003204949--7

CUSTOMER: Ms. Linette A. Edwards
Jenkins & Gilchrist
2200 One American Center
600 Congress Avenue
Austin, TX 78701

FOREIGN FILINGS

(Handwritten mark)

NAME: P.O'B. CAPITAL PARTNERS IV
L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

FILE 2ND

CONTACT PERSON: Tamara Odom

RECEIVED
00 APR 11 PM 4:01
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK
4/11/00

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

1. P.O'B. Capital Partners IV, L.P.
 (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. 03-29-2000 (Date of Formation)

5. Corporation Service Company
 (Name of Registered Agent for Service of Process)

6. 1201 Hays Street
 (Street Address of Registered Office)

Tallahassee, Florida 32301
 (City) (Zip Code)

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

By: *David L. Savage* David L. Savage, Asst Vice President
 (Agent must sign on this line)

8. 5550 LBJ Freeway, Suite 380, Dallas, Texas 75240
 (Address of registered office required in state of formation or, if not required, address of principal of office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Montgomery Operating Partners IV, Inc.</u>	<u>5550 LBJ Fwy, Ste 380, Dallas, TX 75240</u>

FOUJOUOU 2025

10. 5550 LBJ Fwy, Ste 380, Dallas, TX 75240
 (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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

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 DIVISION OF CORPORATIONS
 APR 11 11 PM 5:57

12. 5550 LBJ Freeway, Suite 380, Dallas, TX 75240

(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.

FILED STATE SECRETARY OF CORPORATIONS
00 APR 11 PM 5:57

Signed this 6th day of April, 19 2000
MONTGOMERY OPERATING PARTNERS IV, INC.

BY: William D. [Signature]
General Partner

STATE OF Texas

COUNTY OF Dallas

On this 6 day of April, 19 2000

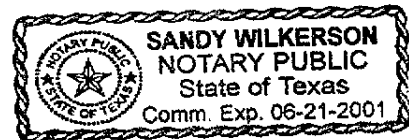
William D. [Signature] personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

Sandy Wilkerson
(Notary's Printed Name)



Seal My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 11 PM 5:57

BEFORE ME the undersigned personally appeared Montgomery Operating Partners IV, Inc.
a general partner of P.O'B. Capital Partners IV, L.P., a (an) Texas
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 2,975,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,975,000.

Under the 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 6th day of April, 19 2000.

MONTGOMERY OPERATING PARTNERS IV, INC.
BY: W.H. Archer
General Partner

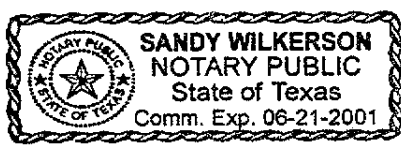
STATE OF TEXAS
COUNTY OF Dallas

On this 6 day of April, 19 2000,

William Douglas Archer, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

Sandy Wilkerson
(Notary Public signature)



Sandy Wilkerson
(Notary's Printed Name)

Seal My Commission Expires: