

CT CORPORATION SYSTEM

**B 01000000224**

FILED  
01 JUN 26 AM 2 40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

AFG Services GP, LLC

AFG Services, L.P.

Profit

Nonprofit

Foreign

Limited Partnership

LLC

Certified Copy

Call When Ready

Walk In

Mail Out

Amendment **9**

Dissolution/Withdrawal

Reinstatement

Annual Report

Name Registration

Fictitious Name

Photocopies

Call If Problem

Will Wait

Merger

Mark

Other

Change of RA

UCC

CUS

After 4:30

Pick Up

NOT REMITTED  
TO AGENCY OF FILING  
SUFFICIENCY OF FILING

2001 JUN 26 AM 11:24

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

BK

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

6/26/01

Order#: 4614456

400004446084--4

-06/26/01--01064--006

Ref#: \*\*\*1785.00 \*\*\*1785.00

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

*2nd*

*9*

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

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1. AFG Services, L.P. (Name of limited partnership as it is in the home state)

2. AFG Services, Ltd. (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. February 15, 2000 (Date of Formation)

5. C T Corporation System (Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road (Street Address of Registered Office)

Plantation (City), Florida 33324 (Zip Code)

7. Acceptance by the Registered Agent for Service of Process: C T Corporation System

[Signature: Vivianne Jones] (Agent must sign on this line)

Vivianne Jones Special Assistant Secretary

8. 1000 Ballpark Way, Suite 304 Arlington, Texas 76011 (Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS AFG Services GP, LLC 2808 Fairmount, Suite 250, Dallas, Texas 75201

10. 2808 Fairmount, Suite 250, Dallas, Texas 75201 (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

12. 2808 Fairmount, Suite 250, LB 9

Dallas, Texas 75201

(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.

This 21 day of June, 2001

AFG Services GP, LLC, a Texas limited liability company

By: *[Signature]* General Partner Stephen S. Brookshire, President

STATE OF Texas

COUNTY OF Dallas

On this 21 day of June, 2001

STEPHEN S. BROOKSHIRE personally appeared before me,

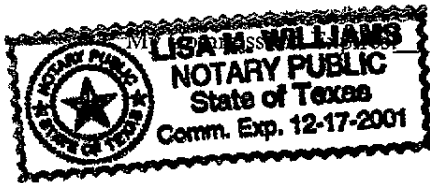
who is personally known to me

whose identity I proved on the basis of

*[Signature]*  
(Notary Public Signature)

*Lisa Williams*  
(Notary's Printed Name)

Seal



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SECRETARY OF STATE

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP**

Stephen S. Brookshire, President of AFG Services  
BEFORE ME the undersigned personally appeared GP, LLC, the  
~~=~~general partner of AFG Services, L.P., a ~~(am)~~ Texas  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

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SECRETARY OF STATE

1. The amount of capital contributions of the limited partners is \$ 60,000,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 3,000,000.00

*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.*

This 21 day of June, ~~20~~ 2001.

AFG Services GP, LLC  
General Partner

By: [Signature]  
Stephen S. Brookshire, President

STATE OF Texas

COUNTY OF Dallas

On this 21 day of June, ~~20~~ 2001,

Stephen S. Brookshire, personally appeared before me,

who is personally known to me

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

[Signature]  
(Notary Public Signature)

Lisa Williams  
(Notary's Printed Name)

Seal

My Commission

