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ALLEY, MAASS, ROGERS & LINDSAY, P.A.

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NEAL W. KNIGHT, JR.
DAVID H. BAKER
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LOUIS L. HAMBY III
ROBB R. MAASS
M. TIMOTHY HANLON
WARREN D. HAYES, SR.
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STUART J. HAFT
DAVID M. SCOTT

FORT LAUDERDALE OFFICE
1600 S.E. 17TH STREET CAUSEWAY
SUITE 404
FORT LAUDERDALE, FLORIDA 33316
(954) 767-0215
FACSIMILE (954) 761-7644

December 17, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400004732224-2
-12/18/01--01058--004
***1785.00 ***1785.00

RE: Michael E. Dyer Family, Ltd.
Application By Foreign Partnership for Authorization to Transact Business in Florida

600004732656--0
-12/19/01--01041--004
***1785.00 ***1785.00

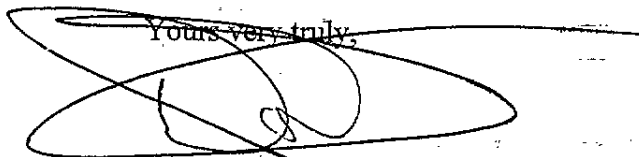
Gentlemen:

Enclosed for filing is the original Application By Foreign Partnership For Authorization To Transact Business in Florida and the original Affidavit Of Capital Contributions For A Foreign Limited Partnership regarding Michael E. Dyer Family, Ltd.

Please file same and provide me with the acknowledgment of the filing. Enclosed is the partnership's check in the amount of \$1,785.00 for payment of the filing fee (\$1750.00) and designation of registered agent (\$35.00).

Should any questions arise you may contact me at 561-659-1770. Thank you.

Yours very truly,



David H. Baker

FILED
JAN 14 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DHB/jg
Enclosures
cc: Michael E. Dyer

B02-11
a



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 27, 2001

DAVID BAKER
PO BOX 431
PALM BEACH, FL 33480-0431

SUBJECT: MICHAEL E DYER FAMILY LTD.
Ref. Number: W01000029439

We have received your document for MICHAEL E DYER FAMILY LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 701A00067288

FILED
02 JAN 14 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES

ALLEY, MAASS, ROGERS & LINDSAY, P.A.

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ROBB R. MAASS

M. TIMOTHY HANLON

WARREN D. HAYES, SR.

GENE D. LIPSCHER

STUART J. HAFT

DAVID M. SCOTT

January 11, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attention: Tammi Cline, Document Specialist

RE: Michael E. Dyer Family, Ltd.
Application By Foreign Partnership for Authorization to Transact Business in Florida

Dear Ms. Cline:

Herewith your December 27, 2001 letter and the accompanying Application By Foreign Partnership For Authorization To Transact Business in Florida and Affidavit Of Capital Contributions For A Foreign Limited Partnership regarding Michael E. Dyer Family, Ltd.

The Application By Foreign Partnership has been corrected pursuant to our telephone conversation on Wednesday, January 9th.

Hopefully you are now able to file these documents and provide me with acknowledgment of the filing. You are holding the partnership's check totaling \$1,785.00 for payment of the filing fee (\$1750.00) and designation of registered agent (\$35.00).

Thank you.

Yours very truly,

David H. Baker

DHB/jg
Enclosures

FILED
02 JAN 14 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. Michael E. Dyer Family Ltd.
(Name of limited partnership as it is in the home state)

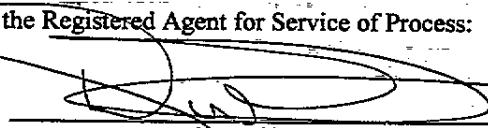
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. TEXAS 4. Oct 1, 1997
(State of Formation) (Date of Formation)

5. David H. Baker
(Name of Registered Agent for Service of Process)

6. 321 Royal Poinciana Plaza
(Street Address of Registered Office)
Palm Beach, Florida 33480
(City) (Zip Code)

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


(Agent must sign on this line)

8. 925 N. BOWSER RD. Richardson, TX 75081 (UNTIL 2/02)
P.O. Box 740396 DALLAS TX 75374
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Michael E. Dyer, Trustee of
DYER Management Trust P.O. Box 740396 Dallas TX 75374

10. Dennis L. Burns, C.P.A. 15851 N. Dallas Pkwy # 500 Dallas 75248
(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

FILED
JAN 14 AM 8:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

12. P.O. Box 740396, DALLAS, TX, 75374

(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 10th day of Dec, 2001

Michael E. Dyer, Trustee
General Partner
of Dyer Management Trust

STATE OF TEXAS

COUNTY OF DALLAS

On this 10th day of December, 2001

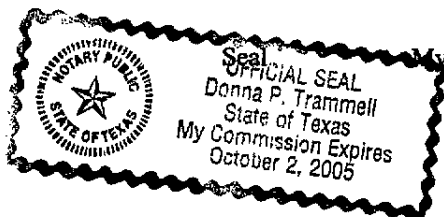
Michael E. Dyer personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Donna P. Trammell
(Notary Public Signature)

Donna P. Trammell
(Notary's Printed Name)



My Commission Expires: 10-2-2005

02 JAN 14 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Michael E. Dyer, Trustee of Dyer Management Trust,
a general partner of Michael E. Dyer Family, Ltd, 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 \$ 3,200,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,800,000.

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 10th day of December, 2001.

Michael E. Dyer, Trustee
General Partner
Dyer Management Trust

STATE OF Texas

COUNTY OF Dallas

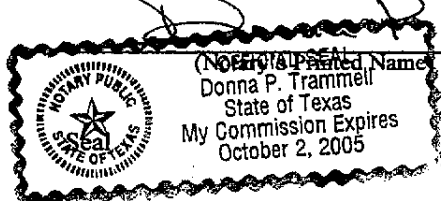
On this 10th day of December, 2001,

Michael E. Dyer, personally appeared before me,

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

FILED
02 JAN 14 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Donna P. Trammell
(Notary Public Signature)



My Commission Expires: 10-2-2005