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DATE: 01-31-02

ACCOUNT NO: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

FILED
02 FEB -1 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TYPE OF FILING: APPLICATION FOR AUTHORIZATION

NAME: PARAGON FURNITURE, LP

SPECIAL INSTRUCTIONS: PLEASE RETURN CERTIFIED COPY

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BK

315.00
52.50

280.00
35.00
52.50

367.50

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FILE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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☐ \$70.00 Filing Fee . ☐ \$78.75 Filing Fee & . ☒ \$78.75 Filing Fee & . ☐ \$87.50 Filing Fee,
Certificate of Status Certified Copy Certificate of Status &
Certified Copy

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

1. Paragon Furniture, 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. December 13, 2001 (Date of Formation)

5. Barry Schuster
(Name of Registered Agent for Service of Process)

6. 10421 St. Augustine Road
(Street Address of Registered Office)

Jacksonville, Florida 32257
(City) (Zip Code)

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

Barry M. Schuster
(Agent must sign on this line)

8. 2224 E. Randol Mill Road, 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

Paragon Furniture Management, Inc., 2224 E. Randol Mill Road, Arlington, Texas 76011

F02000000 580

10. 2224 E. Randol Mill Road, Arlington, Texas 76011

(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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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TALLAHASSEE, FLORIDA

12. 2224 E. Randol Mill Road, Arlington, Texas 76011

(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 30th day of January, 2002.

Paragon Furniture Management, Inc., General Partner

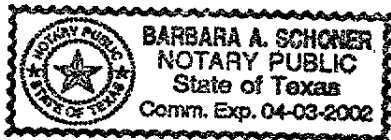
By: *Robert J. Driscoll*
Robert J. Driscoll, President

FILED
FEB - 1 PM 5:08
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF TEXAS

COUNTY OF DALLAS

On this 30th day of January, 2002, Robert J. Driscoll, President of Paragon Furniture Management, Inc., personally appeared before me, whose identity I proved on the basis of TEXAS DRIVER'S LICENSE.



Barbara A. Schoner
(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____

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

BEFORE ME the undersigned personally appeared Robert J. Driscoll, President of Paragon Furniture Management, Inc., a Texas corporation and the general partner of Paragon Furniture, L.P., a Texas limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 800,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 40,000.00

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.

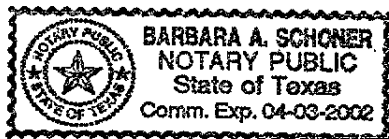
Signed this 30TH day of January, 2002.

Paragon Furniture Management, Inc., General Partner

By: *Robert J. Driscoll*
Robert J. Driscoll, President

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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Barbara A. Schoner
(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____