

CT CORPORATION SYSTEM

B020000000330

CORPORATION NAME

1. Ralph SPE GP, LLC

2. O-CG Equity GP, LLC

3. O-CG Gp, LLC

4. O-CG Equity, LP

FILED
02 OCT -17 PM 4:31
TALLAHASSEE, FLORIDA
SECRET

500008245455--9

-10/08/02--01005--003

***1846.25 ***1846.25

LP-1785
CERT 61.25

☐ Profit

☐ Amendment

☐ Merger

☐ Nonprofit

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Reinstatement

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ UCC

☒ Certified Copy

☐ Photocopies

☒ UCC

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

10/7/02

Order#: 5610913

Availability

Document

Examiner

Updater

Verifier

W.P. Verifier

Ref#:

Amount: \$

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

A CCH LEGAL INFORMATION SERVICES COMPANY

To: Buck Koke
Please call Melanie
w/ the amount
Due on
Janis!
Thanks so much!

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

FILED
02 OCT -7 PM 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. O-CG EQUITY, LP

(Name of limited partnership as it is in the home state)

2. O-CG EQUITY, LP

(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. DELAWARE

(State of Formation)

4. SEPTEMBER 25, 2002

(Date of Formation)

5. CT CORPORATION SYSTEM

(Name of Registered Agent for Service of Process)

6. 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:

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(Agent must sign on this line)

8.

4669 SOUTHWEST FREEWAY, SUITE 700, HOUSTON, TEXAS 77027

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

O-CG EQUITY GP, LLC

4669 SOUTHWEST FREEWAY,

SUITE 700

HOUSTON, TEXAS 77027

10. 4669 SOUTHWEST FREEWAY, SUITE 700, HOUSTON, TEXAS 77027

(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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
02 OCT -7 PM 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. 4669 SOUTHWEST FREEWAY, SUITE 700

HOUSTON, TEXAS 77027

(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 3rd day of OCTOBER, 2002
O-CG EQUITY GP, LLC, a Delaware limited liability company

by: *Ira Mitzner*
General Partner
IRA MITZNER, MANAGER

STATE OF TEXAS

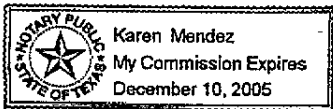
COUNTY OF Harris

On this 3rd day of OCTOBER, 2002

IRA MITZNER, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____



Karen Mendez
(Notary Public Signature)

Karen Mendez
(Notary's Printed Name)

Seal

My Commission Expires: 12-10-02

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED
02 OCT 27 PM 4:31
CLERK OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME the undersigned personally appeared IRA MITZNER, AS MANAGER OF O-CG EQUITY GP, LP, a general partner of O-CG EQUITY, LP, a (an) DELAWARE limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 57,000,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 57,000,000.00

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.

Signed this 3rd day of OCTOBER, 2002,
O-CG EQUITY GP, LLC, a Delaware limited liability company

by:

IRA MITZNER, MANAGER
General Partner

STATE OF TEXAS

COUNTY OF Harris

On this 3rd day of OCTOBER, 2002,

IRA MITZNER

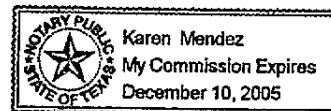
, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Karen Mendez
(Notary Public Signature)

Karen Mendez
(Notary's Printed Name)



Seal

My Commission Expires: 12-10-02