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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 1, 2003

### FEDERAL EXPRESS

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**Re: Application of BAKA Energy III, L.P. to do business in Florida**  
**Our File No.: 5720-001**

Ladies and Gentlemen:

Enclosed are the following documents for **BAKA Energy III, L.P.**, a Texas limited partnership:

1. Duplicate originals of Application by Foreign Limited Partnership for Authorization to Transact Business in Florida;
2. Duplicate originals of Affidavit of Capital Contribution for a Foreign Limited Partnership;
3. Check payable to "State of Florida" for filing fee; and
4. Self-addressed, stamped envelope for the return of file-stamped documents.

The general partner of this limited partnership is a Texas corporation, BAKA Energy GP, Inc. Qualification documents for this entity are submitted contemporaneously with this Application.

Please file these documents and return one file-stamped original of the Application and Affidavit in the envelope provided.

Thank you for your assistance in this matter.

Very truly yours,

HELFREY, SIMON & JONES, P.C.

Donna L. Englert  
Paralegal

Enclosures

cc: David L. Jones

213662

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

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TALLAHASSEE, FLORIDA

1. BAKA Energy III, 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. March 14, 2003

(Date of Formation)

5. C T Corporation System

(Name of Registered Agent for Service of Process)

6. 1200 S Pine Island Road

(Street Address of Registered Office)

Plantation

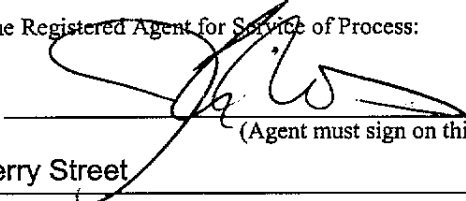
(City)

Florida

33324

(Zip Code)

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

  
(Agent must sign on this line)

8. 1601 S. Cherry Street

Tomball, TX 77375

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

F03-1654

Baka Energy GP, Inc.

1601 S. Cherry Street, Tomball, TX 77375

10. 1601 S. Cherry Street, Tomball, TX 77375

(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. 1601 S. Cherry Street, Tomball, TX 77375

(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 1st day of April, 2003

Baka Energy GP, Inc.

By: [Signature] Kevin Eagleton, President  
General Partner

STATE OF Texas

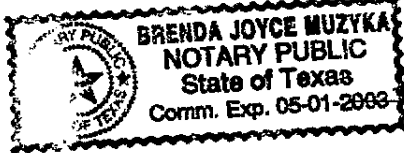
COUNTY OF Harris

On this 1st day of April, 2003

Kevin Eagleton, personally appeared before me,

☒ who is personally known to me

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



Brenda Joyce Muzyka  
(Notary Public Signature)

Brenda Joyce Muzyka  
(Notary's Printed Name)

Seal

My Commission Expires: 05-01-2003

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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BEFORE ME the undersigned personally appeared Kevin Eagleton, Pres. of Baka Energy GP, Inc.  
a general partner of Baka Energy III, L. P., a (an) Texas FILED  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,300,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 5,000.

*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 15 day of April, 2003.

Baka Energy GP, Inc.

By: [Signature] Kevin Eagleton, President  
General Partner

STATE OF Texas

COUNTY OF Harris

On this 10<sup>th</sup> day of April, 2003,

Kevin Eagleton, personally appeared before me,

☒ who is personally known to me

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

[Signature]  
(Notary Public Signature)

Brenda Joyce Muzyka  
(Notary's Printed Name)

Seal

My Commission Expires: 05-01-2003

