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(Business Entity Name)

(Document Number)

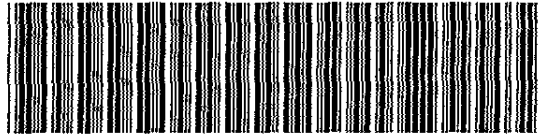
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Office Use Only

W03-33462



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11/05/03--01054--001 **1846.25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HILL & WILKINSON, LTD.
GENERAL CONTRACTORS

800 KLEIN ROAD / SUITE 100 / PLANO, TX 75074
214.299.4300 PHONE / 214.299.4444 FAX
www.hill-wilkinson.com

November 4, 2003

- Attn: Registration Section Division of Corporations
Bureau of Commercial Recording
409 E. Gaines Street
Tallahassee, Florida 32314

To Whom It May Concern:

Enclosed please find the proper filing forms for Hill & Wilkinson, Ltd. to transact business in Florida as a Foreign Limited Partnership. The filing fee of One Thousand Seven Hundred Fifty Dollars (\$1,750.00) is enclosed along with an additional Ninety Six Dollars and 25/100 (\$96.25) for a Certificate of Status, Designation of Registered Agent (Gregg Alan Bradshaw) etc. to be sent to us as follows:

Hill & Wilkinson, Ltd.
Attn: Tina Page
800 Klein Road, Suite 100
Plano, Texas 75074

Registered agent is Gregg Alan Bradshaw, he can be reached at 214 299-4323.

Also enclosed you will find a pre-addressed Federal Express package in order for you to expedite this Certification back to us using our account number.

Thank you in advance for your prompt attention to this matter.

If you have any questions, do not hesitate to contact me at 214/299-4361.

Sincerely,
Hill & Wilkinson, Ltd.

Tina Page
Facility Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 12, 2003

TINA PAGE
800 KLEIN ROAD STE. 100
PLANO, TX 75074

SUBJECT: HILL & WILKINSON, LTD.
Ref. Number: W03000033462

We have received your document for HILL & WILKINSON, LTD. and your check(s) totaling \$1846.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 003A000614

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. Hill & Wilkinson, 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

(State of Formation)

4. 1999

(Date of Formation)

5. Gregg Alan Bradshaw

(Name of Registered Agent for Service of Process)

6. ~~800 Klein Road, Suite 100~~ Amended 34950 Emerald Coast Parkway

(Street Address of Registered Office)

~~Destin~~ Destin

(City)

Florida

~~Texas 75074~~ 32550

(Zip Code)

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

Gregg A Bradshaw

(Agent must sign on this line)

8. 800 Klein Road, Suite 100

Plano, Texas 75074

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Hill & Wilkinson Management, LLC -
c/o Greg Wilkinson 800 Klein Road, Suite 100; Plano, Texas 75074

1103-3918

10. 800 Klein Road, Suite 100; Plano, Texas 75074

(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. 800 Klein Road, Suite 100

Plano, Texas 75074

(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 4th day of November, 2003

[Signature]
General Partner

STATE OF Texas

COUNTY OF Collin

On this 4th day of November, 2003

Greg Wilkinson, personally appeared before me,

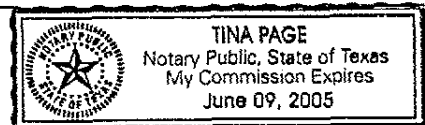
☒ who is personally known to me

☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

Tina Page

(Notary's Printed Name)



Seal

My Commission Expires: 06/09/2005

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TALIAHASSEE, FLORIDA
SECRETARY OF STATE

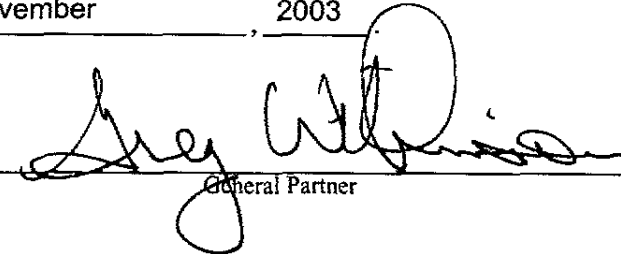
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Greg Wilkinson
a general partner of Hill & Wilkinson, 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 \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 10,000,000.

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 4th day of November, 2003



General Partner

STATE OF Texas

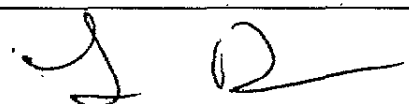
COUNTY OF Collin

On this 4th day of November, 2003

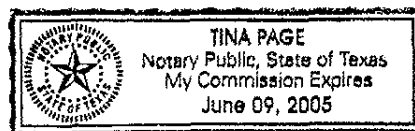
Greg Wilkinson, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____



(Notary Public Signature)



Tina Page

(Notary's Printed Name)

Seal My Commission Expires: 06/09/2005

SECRETARY OF
TALAMASSEE, FLORIDA

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