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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies 2 Certificates of Status _____

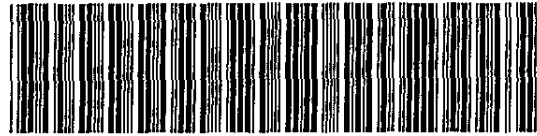
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TALLAHASSEE, FLORIDA

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DRIVER
& MCAFEE

a subsidiary of Intrepid Law Group

225 Water Street, Suite 2020
Jacksonville, Florida 32202

P 904.301.1269
F 904.301.1279
www.intrepidlaw.com

December 22, 2003

VIA OVERNIGHT DELIVERY

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Ladies and Gentlemen,

Please find enclosed the following documents:

1. Application By Foreign Limited Partnership for Authorization to Transact Business in Florida (the "Partnership Registration") (2 copies);
2. Texas Good Standing Certificate for FesteCapital Development, Ltd.; and
3. a check payable to the Florida Department of State for filing fees and 2 certified copy(ies).

The name and address of the contact person and the person to whom all acknowledgments and should be addressed is:

Tammy D. Butler
Driver & McAfee, P.L.
225 Water Street, Suite 2020
Jacksonville, Florida 32202
(904) 301-1265

If you have any questions, please give me a call. Thank you.

Sincerely,

Tammy D. Butler

Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 6, 2004

TAMMY D. BUTLER
DRIVER & MCAFEE, P.L.
225 WATER STREET, SUITE 2020
JACKSONVILLE, FL 32202

SUBJECT: FESTECPITAL DEVELOPMENT, LTD.
Ref. Number: W04000000488

We have received your document for FESTECPITAL DEVELOPMENT, LTD. and your check(s) totaling \$192.50. 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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 104A00000610

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

1. FesteCapital Development, 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. August 8, 2003
(State of Formation) (Date of Formation)

5. Driver & McAfee, P.L.
(Name of Registered Agent for Service of Process)

6. 225 Water Street, Suite 2020
(Street Address of Registered Office)

Jacksonville, Florida 32202
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:
Driver & McAfee, P.L.
By: *Matthew S. McAfee* Matthew S. McAfee, Executive Vice President
(Agent must sign on this line)

8. 7018 A. C. Skinner Parkway, Suite 250
Jacksonville, Florida 32256
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>FesteCapital Management, LLC</u>	<u>8226 Bee Caves Road</u> <u>Austin, Texas 78746</u>

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STATE
TALLAHASSEE
FLORIDA

10. 8226 Bee Caves Road, Austin, Texas 78746
(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.

12. 8226 Bee Caves Road

Austin, Texas 78746

(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 _____ day of _____, _____

FesteCapital Management, LLC

By: Gregory L. Feste Gregory L. Feste, President
General Partner

STATE OF Texas

COUNTY OF Travis

On this 19th day of December, 2003

Gregory L. Feste, personally appeared before me,

who is personally known to me

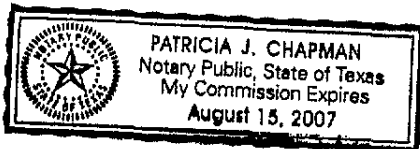
whose identity I proved on the basis of _____

Patricia J. Chapman
(Notary Public Signature)

PATRICIA J. CHAPMAN
(Notary's Printed Name)

Seal

My Commission Expires: August 15, 2007



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Gregory L. Feste, President of FesteCapital Management, LLC,
a general partner of FesteCapital Development, Ltd., a ~~(200)~~ 2003 Texas
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 99.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 40.00.

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 _____ day of _____, _____.

FesteCapital Management, LLC

By: *Gregory L. Feste* Gregory L. Feste, President
General Partner

STATE OF Texas

COUNTY OF Travis

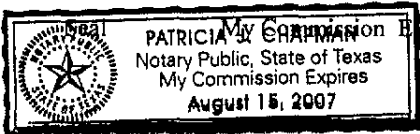
On this 19th day of December, 2003.

Gregory L. Feste, personally appeared before me,

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

Patricia J. Chapman
(Notary Public Signature)

PATRICIA J. CHAPMAN
(Notary's Printed Name)



Expires: August 15, 2007

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Limited Partnership for FesteCapital Development, Ltd. (filing number: 800233716), a Domestic Limited Partnership (LP), was filed in this office on August 08, 2003.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on November 25, 2003.



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State