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FOREIGN LIMITED PARTNERSHIP

Rivercrest Financial, Ltd.

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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1. Rivercrest Financial, 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. 4/12/04 (Date of Formation)

5. CT Corporation
(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:

Jennifer K. Miller
Assistant Secretary
(Agent must sign on this line)

8. 2929 Briarpark, Suite 125

Houston, Texas 77042
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
RCrest, Inc. #F04000002373	2929 Briarpark, #125 Houston, Texas 77042

10. 2929 Briarpark, Suite 125 Houston, Texas 77042
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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. 2929 Briarpark, #125 Houston, Texas 77042

2929 Briarpark, #125 Houston, Texas 77042
(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.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signed this 27th day of April, 2004.

Ronald E Hames
General Partner
Ronald E. Hames, CFO
RCrest, Inc.

STATE OF Texas

COUNTY OF Harris

On this 27th day of April, 2004

~~Ronald~~ Ronald E. Hames, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Shelley Aboloff
(Notary Public Signature)

SHELLEY ABOLOFF
MY COMMISSION EXPIRES
December 7, 2005

(Notary's Printed Name)

Seal My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Ronald E. Hames, Officer of a general partner of Briarcrest Financial, 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 $ 63,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is $ 63,000.

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.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signed this 21th day of April, 2004.

Ronald E Hames
General Partner

STATE OF Texas
COUNTY OF Harris

On this 27th day of April, 2004,

Ronald E. Hames, personally appeared before me,

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

Shelley Aboloff
(Notary Public Signature)

(Notary's Printed Name)

Seal My Commission Expires: _____

SHELLEY ABOLOFF
MY COMMISSION EXPIRES
December 7, 2005

SHELLEY ABOLOFF
MY COMMISSION EXPIRES
December 7, 2005