

Document Number Only

396000000285

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

RECEIVED
FEB 24 1989
FBI - TAMPA

Charles Lewis Kent, III

☐ Profit

☐ NonProfit

☒ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

CR2E031 (1-89)

1-20-86
J. TAX
FILING 750.00
R. AGENT FEE 100.00
2. COPY
TOTAL 1785.00
V. BANK
BALANCE DUE
277.00

File 3rd

Florida Department of State, Jim Smith, Secretary of State

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

Amstar Texas Pool, 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. Colorado
(State of Formation)4. November 15, 1991
(Date of Formation)5. C T CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)6. c/o C T Corporation 1200 South Pine Island Road
(Street Address of Registered Office) and BoulevardPlantation, Florida 33324
(City) (Zip Code)

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

C T CORPORATION SYSTEM

Connie Bryan
CONNIE BRYAN (Officer must sign on this line)
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

8. 1050 Seventeenth Street, Suite 1220, Denver, CO 80265
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

AT Pool, Ltd.
(sole general partner)

SPECIFIC ADDRESS

1050 Seventeenth Street, Suite 1220
Denver, CO 80265

B96000000284

10. 1050 Seventeenth Street, Suite 1220, Denver, CO 80265

(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 cancelled or withdrawn.

12. 1050 Seventeenth Street, Suite 1220, Denver, CO 80265

(Mailing Address of Limited Partnership)

11.15.1976 17:13

214 704 0022

214 704 0022 P.00407

This 19th day of July, 19 96
AT Pool, Ltd., a Colorado limited partnership
By: Amstar Capital Management Corporation, a Colorado corporation, its General Partner
General Partner
By: David B. Agnew, President

STATE OF COLORADO
CITY AND COUNTY OF DENVER

THE FOREGOING instrument was acknowledged and sworn to before me this 19 day
of July, 19 96, by _____ (Name of General Partner) of

(Name of Limited Partnership), A _____ (State or Country) Limited
Partnership, on behalf of the Limited Partnership.

Donna Kirk
Notary Public

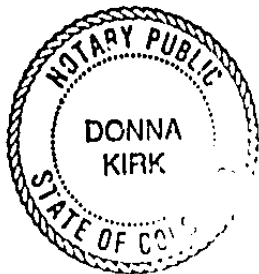
State of Colorado at Large

(SEAL)

My Commission Expires:

2/25/97

*David B. Agnew, President of Amstar Capital Management Corporation, a Colorado corporation,
General Partner of AT Pool, Ltd., a Colorado limited partnership, on behalf of the limited
partnership.



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared _____
general partner of _____, a(an) _____
limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

* David B. Agnew, President of Amstar Capital Management Corporation, a Colorado corporation, General Partner of AT Pool, Ltd., a Colorado limited partnership.

1. The amount of capital contributions of the limited partners is \$ 5,605,721.00.

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 3,621,420.00.

This 19th day of July, 1996

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

General Partner

AT Pool, Ltd., a Colorado limited partnership

By: Amstar Capital Management Corporation, a Colorado corporation, its
General Partner

By: _____

David B. Agnew, President

CITY AND STATE OF COLORADO
COUNTY OF DENVER
DATE July 19, 1996

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared _____ (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

* David B. Agnew, President of Amstar Capital Management Corporation, a Colorado corporation, General Partner of AT Pool, Ltd., a Colorado limited partnership

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of July, 1996.



Notary Public
State of Colorado at Large

My Commission Expires:

2/25/97

B96 000000285

Requestor's Name
1050 Seventeenth Street, Suite 1220
Address
Denver, CO 80265
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 000002050590--S
-01/08/97--01056--016
***1750.00 ***1750.00
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 PM 4:17

☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

B96-285
FF \$1750.00
Name Availability R-1-6
Document Examiner [Signature]
Updater [Signature]
Updater Verifier [Signature]
Acknowledgment [Signature]
W. P. VerHy [Signature]

Examiner's Initials

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

The undersigned general partner of Amstar Texas Pool, Ltd., a Colorado limited partnership, executed this supplemental affidavit filed pursuant to section 620.176, Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$8,373,590.

This 16th day of December, 1996.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the following and that the facts are true, to the best of my knowledge and belief.

General Partner:

**AT Pool, Ltd., a Texas limited partnership,
its general partner**

**By: Amstar Capital Management
Corporation, a Colorado corporation, its
general partner**

By:


Kevin J. Martin, Secretary/Treasurer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 PM 4: 17

B 96000000285

Amstar Texas Pool, Ltd.
Requestor's Name

1030 Southwest Street, Ste 1220
Address

Denver, Co 80265
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment <i>Supplemental Affidavit</i>
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

increasing to
\$18,500.000.00

100002316731--4
-10/09/97--01130--001
1750.00 **1750.00

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

C. TAX _____
FILING FEE 1,750.00
R.A. FEE _____
C. C. FEE _____
TAX _____
N. C. FEE _____
BALANCE DUE _____
REFUND _____

B 96000000285

Examiner's Initials

dec

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

The undersigned general partner of Amstar Texas Pool, Ltd., a Colorado limited partnership, executed this supplemental affidavit filed pursuant to section 620.176, Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$18,500,000.

This 3rd day of October, 1997.

FURTHER AFFIANT SAITH NOT.

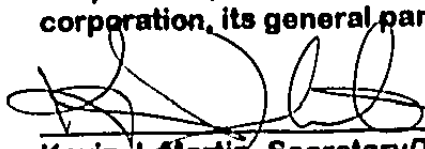
Under the penalties of perjury, I declare that I have read the following and that the facts are true, to the best of my knowledge and belief.

General Partner:

AT Pool, Ltd., a Colorado limited partnership, its general partner

By: Amstar Capital Management Corporation, a Colorado corporation, its general partner

By:


Kevin J. Martin, Secretary/Treasurer