



THE UNITED STATES
CORPORATION
COMPANY

Need to file
B9700000564

ACCOUNT NO. : 072100000032

REFERENCE : 571670 7121366

AUTHORIZATION :

COST LIMIT : \$ 385.00

Patricia Poynt

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 PM 3:59

ORDER DATE : October 20, 1997

ORDER TIME : 10:09 AM

ORDER NO. : 571670-040

CUSTOMER NO: 7121366

CUSTOMER: Martha Treece, Legal Assistant
Winstead Seachrest & Minick
1201 Elm Street
Suite 5400
Dallas, TX 75270-2199

700002327387--6

FOREIGN FILINGS

NAME: LBK 3-ASHLEY GP LIMITED
PARTNERSHIP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY - 5 COPIES

PLAIN STAMPED COPY

XXXX CERTIFICATE OF GOOD STANDING - 5 COPIES

CONTACT PERSON: HARRY DAVIS

RECEIVED
97 OCT 22 PM 3:04
DIVISION OF CORPORATION

hjr
10/22/97

Florida Department of State, Sandra B. Mortham, Secretary of State

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 PM 3:59

1. LBK 3-Ashley GP Limited Partnership
(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.") 7
3. Delaware 4. 10/20/97
(State of Formation) (Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street
(Street Address of Registered Office)
Tallahassee, Florida 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.
By: Deborah D. Skipper DEBORAH D. SKIPPER
(Agent must sign on this line) AS AGENT
8. 1201 Elm Street, Suite 5400, Dallas, Texas 75270
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
N.P. Investment XXIV Co., 1201 Elm St., Ste. 5400, Dallas, TX 75270
89700010571
10. 1201 Elm Street, Suite 5400, Dallas, Texas 75270
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

CONTINUED

12. 1201 Elm Street, Suite 5400, Dallas, Texas 75270

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 PM 3:59

This day of October 21, 1997

N.P. Investment XXIV Co., Sole General Partner

[Signature]
General Partner
By: Joe T. Hyde, Secretary

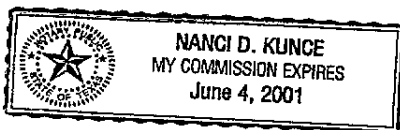
STATE OF Texas

COUNTY OF Dallas

On this 21st day of October, 1997, Joe T. Hyde

personally appeared before me, ☒ who is personally known to me

☐ whose identity I proved on the bases of _____



[Signature]
(Notary Public Signature)

(Notary Public Signature)

Seal

My Commission expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

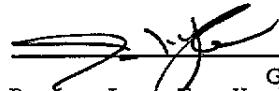
BEFORE ME the undersigned personally Joe T. Hyde, Secretary of
N.P. Investment XXIV Co.
LBK 3-Ashley GP
a general partner of Limited Partnership a (an) Delaware Limited partnership
hereinafter referred to as the "Partnership", who certifies as follows:

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

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.

This 21st day of October, 19 97.

N.P. Investment XXIV Co., Sole General Partner

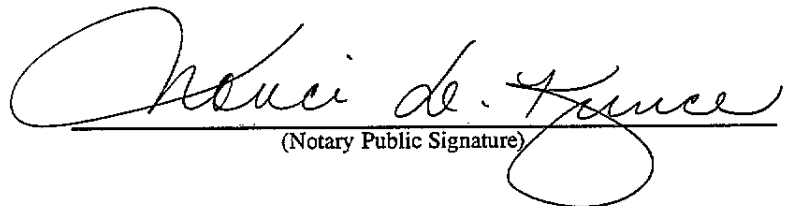


General Partner
By: Joe T. Hyde, Secretary

STATE OF Texas
COUNTY OF Dallas

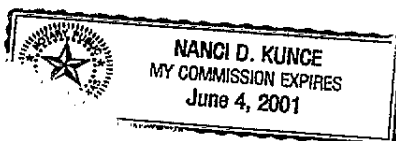
On this 21st day of October, 19 97, Joe T. Hyde
personally appeared before me, ☒ who is personally known to me

☐ whose identity I proved on the bases of _____



(Notary Public Signature)

(Notary Public Signature)



Seal

My Commission Expires: _____

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 OCT 22 PM 3:59