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200002627382--9  
-08/28/98--01004--021  
\*\*\*1615.43 \*\*\*1615.43

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Bridgeside Developers Ltcl

200002627382--9  
-08/28/98--01004--022  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

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DIVISION OF CORPORATIONS  
98 AUG 28 AM 10:54

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98 AUG 28 AM 10:16  
DIVISION OF CORPORATIONS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
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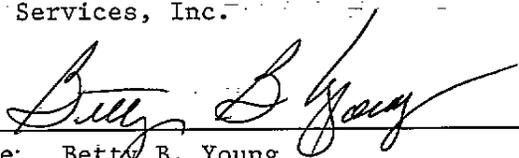
Date: \_\_\_\_\_

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 28 10:54 AM '98

1. The name of the limited partnership as it is in the home state is: Bridgeside Developers, (the "Partnership").
2. The State of Formation of the Partnership is: Texas.
3. The Date of Formation of the Partnership is: July 24, 1998.
4. The name of the registered agent for service of process is NRAI Services, Inc.
5. The address of the registered agent for service of process is: 526 E. Park Avenue, Tallahassee, Florida 32301.
6. The principal office of the Partnership is 8411 Preston Road, Suite 600, Dallas, Texas 75225.
7. The registered agent executes this Application by Foreign Limited Partnership for Authorization to Transact Business in Florida and accepts service of process on behalf of the Partnership:

NRAI Services, Inc.

By:   
Name: Betty B. Young  
Title: Assistant Secretary

8. The Name and Address of all general partners of the Partnership are as follows:

<u>Name</u>	<u>Address</u>
Lubar Corp. <i>7950 WWS 779</i>	8411 Preston Road, Suite 600 Dallas, Texas 75225

9. The name, address and contributions of limited partners are kept at Bridgeside Developers, Ltd., c/o Lubar Corp., 8411 Preston Road, Suite 600, Dallas, Texas 75225.
10. The Partnership will undertake to keep the records listing the addresses and capital contributions of the limited partners until the Partnership's registration in Florida is cancelled or withdrawn..

11. The mailing address for the Partnership is: c/o Lubar Corp., 8411 Preston Road, Suite 600  
Dallas, Texas 75225.

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 to the best of my knowledge.

Executed this the 27<sup>th</sup> day of August, 1998.

**BRIDGESIDE DEVELOPERS, LTD.,**  
a Texas limited partnership

By: **LUBAR CORP.,**  
a Texas corporation  
General Partner

By: *William B. Costello*  
William B. Costello,  
Vice President

STATE OF TEXAS

COUNTY OF DALLAS

§  
§  
§

BEFORE ME, the undersigned authority, a Notary Public in and for the State of Texas, on this day personally appeared William B. Costello, Vice President of Lubar Corp., a Texas corporation, general partner of **BRIDGESIDE DEVELOPERS, LTD.**, a Texas limited partnership, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as a duly authorized officer of such corporation, and as the act and deed of such corporation, for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 27<sup>th</sup> day of August, 1998.



*Leah V. Farhood*  
Notary Public, State of Texas

**LEAH V. FARHOOD**

(Typed/Printed Name of Notary)

My Commission Expires:  
8/31/99

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98 AUG 28 AM 10:54

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 28 AM 10:51

BEFORE ME, the undersigned personally appeared William B. Costello, Vice President of Lubar Corp., a Texas corporation, general partner of Bridgeside Developers, Ltd., a Texas limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$218,275.40.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for purposes of transacting business in Florida is \$218,275.40.

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.

Executed this the \_\_\_ day of August, 1998.

BRIDGESIDE DEVELOPERS, LTD.,  
a Texas limited partnership

By: LUBAR CORP.,  
a Texas corporation

By: [Signature]  
William B. Costello,  
Vice President

THE STATE OF TEXAS            §  
  §  
COUNTY OF DALLAS           §

BEFORE ME, the undersigned authority, a Notary Public in and for the State of Texas, on this day personally appeared William B. Costello, Vice President of Lubar Corp., a Texas corporation, general partner of BRIDGESIDE DEVELOPERS, LTD., a Texas limited partnership, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as a duly authorized officer of such corporation, and as the act and deed of such corporation, for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 27<sup>th</sup> day of August, 1998.



My Commission Expires 8/31/99

[Signature]  
Notary Public, State of Texas

LEAH V. FARHOOD  
(Typed/Printed Name of Notary)