

B49000000355



ACCOUNT NO. : 072100000032

REFERENCE : 386677 4383318

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : September 24, 1999

ORDER TIME : 3:47 PM

ORDER NO. : 386677-010

CUSTOMER NO: 4383318

CUSTOMER: Ms. Stephanie Secrest-abbey
Secrest Legal Services
Suite 102
4515 Prentice Street
Dallas, TX 75206

900002996910-4

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 24 PM 3:02

FOREIGN FILINGS

NAME: USRP/HC1 PARTNERSHIP, LTD.

XXXX QUALIFICATION (TYPE: LP)

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifyer	
Acknowledgement	
W. P. Verifyer	

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

RECEIVED
99 SEP 24 PM 4:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

File 2



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 27, 1999

CSC
ATTN; MIMI STEPHENS

SUBJECT: USRP/HCI PARTNERSHIP, L.P.
Ref. Number: W99000022188

We have received your document for USRP/HCI PARTNERSHIP, L.P. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 999A00047021

RESUBMIT
Please give original
submission date as file date
99 SEP 28 11:22
RECEIVED

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

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

1. USRP/HCI Partnership 1, L.P.
(Name of limited partnership as it is in the home state)
2. USRP/HCI Partnership 1, L.P.
(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. Delaware 4. 08/26/1999
(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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 24 PM 3:02

7. Acceptance by the Registered Agent for Service of Process:
CORPORATION SERVICE COMPANY

Laura R. Dunlap

(Agent must sign on this line) Laura R. Dunlap, Assistant Vice Pres.

8. 12240 Inwood Rd., Ste. 200, Dallas, TX 75244

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

USRP (JV1), LLC 12240 Inwood Rd., Ste. 200, Dallas, TX 75244

10. 12240 Inwood Rd., Ste. 200, Dallas, TX 75244

(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.

12440 Inwood Rd #200 Dallas TX 75244

(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.

This 22nd day of September, 19 99

[Signature]
General Partner

STATE OF Texas

COUNTY OF Dallas

On this 22nd day of September, 19 99

Fred H. Margolin personally appeared before me,

☒ who is personally known to me

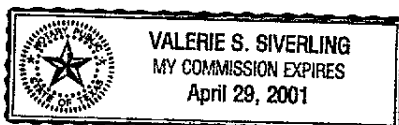
☐ whose identity I proved on the basis of _____

Valerie S. Siverling
(Notary Public Signature)

Valerie S. Siverling
(Notary's Printed Name)

Seal

My Commission Expires: 4/29/01



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared USRP (JV1), LLC, a
general partner of USRP/HCI Partnership 1, L.P., a (an)
, limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

14. The amount of capital contributions of the limited partners is \$ 0

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 26.

This 22 day of Sept, 1975.

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

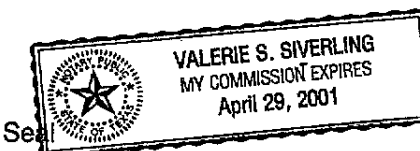
x *JK*

STATE OF TEXAS
COUNTY OF DALLAS
DATE 9-22-99

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 Fred Margolin, Manager of USRP (TV), LLC, (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.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of September 19 99

Vannie Averling
Notary Public



State of TEXAS at Large

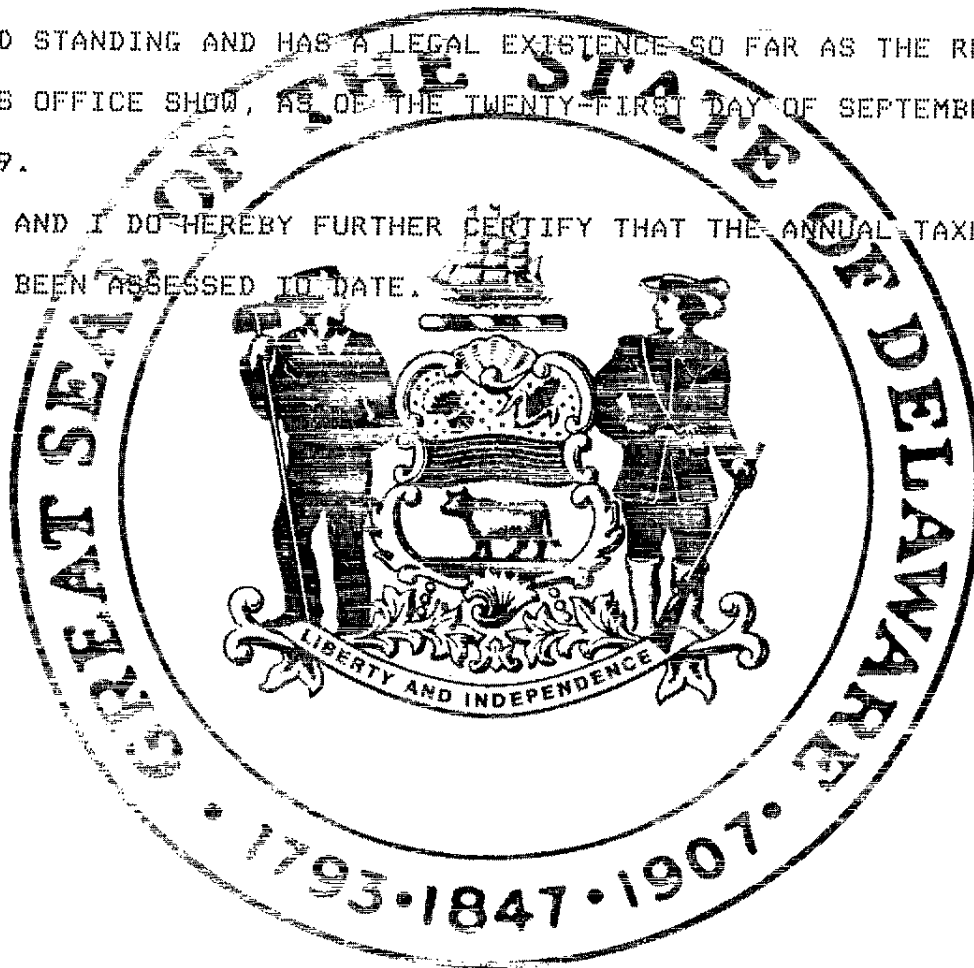
My Commission Expires: _____

4/29/01

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USRP/HCI PARTNERSHIP 1, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

3089053 8300

991395348

AUTHENTICATION:

9982200

DATE:

09-21-99