

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

F0000000138

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 1-10-00

900003092649--8
-01/10/00-01032--008
*****78.75 *****78.75

REF. #: 0362.9893

CORP. NAME: TC Serviceret, Inc

- ARTICLES OF INCORPORATION ARTICLES OF AMENDMENT ARTICLES OF DISSOLUTION
- ANNUAL REPORT TRADEMARK/SERVICE MARK FICTITIOUS NAME
- FOREIGN QUALIFICATION LIMITED PARTNERSHIP LIMITED LIABILITY
- REINSTATEMENT MERGER WITHDRAWAL
- CERTIFICATE OF CANCELLATION UCC-1 UCC-3
- OTHER:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 10 PM 1:39

STATE FEES PREPAID WITH CHECK# 6752 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 JAN 10 AM 10:49

PLEASE RETURN:

- CERTIFIED COPY CERTIFICATE OF GOOD STANDING PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

h/k
1/10/00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. TC SERVICENET, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 75-2852848
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/4/00 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2001 ROSS AVENUE, SUITE 3400
DALLAS, TX 75201
(Current mailing address)
REAL ESTATE DEVELOPMENT AND/OR MANAGEMENT

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: [Signature] Ass. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Rebecca M Savino
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. REBECCA M. SAVINO, CORPORATE SECRETARY
(Typed or printed name and capacity of person signing application)

Officers**Exhibit A**

TC SERVICENET, INC.

BARBER, GLENDA K. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	ASSISTANT SECRETARY
BLACKWELL, H. PRYOR 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT
COE, RICHARD H. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	VICE PRESIDENT
DUNAVANT, VINCENT A. 6000 POPLAR AVENUE, #150 MEMPHIS, TN 38119	TREASURER
DUNAVANT, VINCENT A. 6000 POPLAR AVENUE, #150 MEMPHIS, TN 38119	SENIOR VICE PRESIDENT
GRANTHAM, CURTIS C. 6000 POPLAR AVENUE, #150 MEMPHIS, TN 38119	PRESIDENT
GRANTHAM, CURTIS C. 6000 POPLAR AVENUE, #150 MEMPHIS, TN 38119	CHIEF EXECUTIVE OFFICER
LEISER, WILLIAM P. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	VICE PRESIDENT
LIPPE, GEORGE L. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT
SAVINO, REBECCA M. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	SECRETARY
SMITH, KENT E. 6000 POPLAR AVENUE #400 MEMPHIS, TN 38119	VICE PRESIDENT
SULENTIC, ROBERT E. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT

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Directors**Exhibit A**

TC SERVICENET, INC.

BLACKWELL, H. PRYOR 2001 ROSS AVENUE, #3400 DALLAS, TX 75201
GRANTHAM, CURTIS C. 6000 POPLAR AVENUE, #150 MEMPHIS, TN 38119

State of Delaware
Office of the Secretary of State

PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TC SERVICENET, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TC SERVICENET, INC." WAS INCORPORATED ON THE FOURTH DAY OF JANUARY, A.D. 2000.

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



Edward J. Freel
Edward J. Freel, Secretary of State

3153863 8300

AUTHENTICATION:

0180734

001005326

DATE:

01-05-00