

F 010000001293

CORPORATION SYSTEM

CORPORATION(S) NAME

TALLAHASSEE, INC.
FIMC

300003810143--9
-03/07/01--01049--023
*****70.00 *****70.00

300003810143--9
03/07/01--01104--002
*****17.50 *****17.50

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<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

2001 MAR -7 AM 11:21

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/7/01

Order#: 3744352

Ref#: _____

Amount: \$ _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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.*

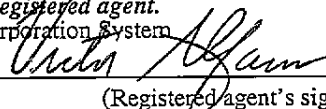
1. FIMC Tallahassee, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Texas 3. 76-0670893
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 23, 2001 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. 6363 Woodway, Suite 1000
Houston, Texas 77057
(Current mailing address)
8. Real Estate Investment
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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TALLAHASSEE FLORIDA

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.

CT Corporation System



(Registered agent's signature)

**VICTOR ALFANO
ASSISTANT SECRETARY**

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)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jack Dinerstein T. H. Dinerstein

Address: 6363 Woodway, Suite 1000 6363 Woodway, Suite 1000

Houston, Texas 77057 Houston, Texas 77057

Director: Vincent T. Caltagirone, III Adrianne M. Horne

Address: 6363 Woodway, Suite 1000 6363 Woodway, Suite 1000

Houston, Texas 77057 Houston, Texas 77057

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

President: Jack Dinerstein

Address: 6363 Woodway, Suite 1000

Houston, Texas 77057

Vice President: T. H. Dinerstein

Address: 6363 Woodway, Suite 1000

Houston, Texas 77057

Secretary: Vincent T. Caltagirone, III

Address: 6363 Woodway, Suite 1000

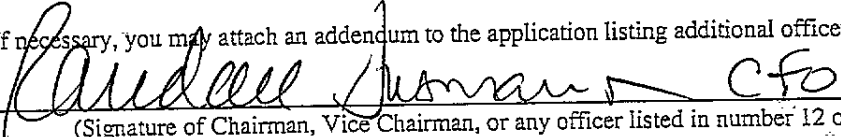
Houston, Texas 77057

Treasurer: Randall Husmann

Address: 6363 Woodway, Suite 1000

Houston, Texas 77057

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

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

14. Randall Husmann
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

FIMC TALLAHASSEE, INC.
File No. 1617857-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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TALLAHASSEE FLORIDA
SECRETARY OF STATE



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on March 2, 2001.*

Henry Cuellar
Secretary of State

VT