



F02000003054

ACCOUNT NO. : 072100000032

REFERENCE : 604703 4344517

AUTHORIZATION : *Patricia Pizate*

COST LIMIT : \$ 70.00

ORDER DATE : May 31, 2002

ORDER TIME : 10:48 AM

ORDER NO. : 604703-005

CUSTOMER NO: 4344517

400005790174--2

CUSTOMER: Ms. Kathy Mccamey
Centex Corporation
2728 North Harwood
Mailroom/no. 209
Dallas, TX 75201

FOREIGN FILINGS

NAME: CENTEX CONSTRUCTION COMPANY,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Document Examiner XX PLAIN STAMPED COPY

Updater DCC

Updater Verifyer DCC CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

to be signed DCC

Verifyer DCC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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CENTEX CONSTRUCTION COMPANY, INC.

CERTIFIED CORPORATE RESOLUTION

I, Kathleen B. McCamey, Assistant Secretary of Centex Construction Company, Inc., a corporation duly organized and existing under the laws of the State of Nevada (the "Corporation"), do hereby certify that I have access to the records and minutes of the proceedings of the Board of Directors of the Corporation; that the resolution set forth below was duly adopted by the Board of Directors by Unanimous Written Consent as of June 12, 2002; that the resolution and the adoption thereof is consistent with the laws of the state of incorporation, and with the Articles of Incorporation and the By-laws of the Corporation; and that such resolution has not been revoked or amended and is now in full force and effect.

WHEREAS, the Corporation desires to make application for a Certificate of Authority in the State of Florida; and

WHEREAS, the true name of the Corporation is not available for use in the State of Florida; and

WHEREAS, the Board of Directors of the Corporation in its best business judgment does hereby declare it advisable that the Corporation qualify to transact business within the State of Florida under the assumed name Centex Construction Company Southeast, Inc.; therefore

BE IT RESOLVED, that Centex Construction Company, Inc., organized and existing in the State of Nevada, hereby adopts the name Centex Construction Company Southeast, Inc. for use in the State of Florida for all purposes; and further

RESOLVED, that the officers of the Corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the Corporation to do business within the State of Florida under the name Centex Construction Company Southeast, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of the Corporation this 13th day of June, 2002.



CENTEX CONSTRUCTION COMPANY, INC.

Kathleen McCamey
Kathleen B. McCamey
Assistant Secretary

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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. Centex Construction Company, Inc. d/b/a Centex Construction Company Southeast, 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. Nevada 3. 75-2302168
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 8, 1989 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2728 N. Harwood, Dallas, TX 75201-1516
(Principal office address)

P. O. Box 199000, Dallas, TX 75219-9000
(Current mailing address)

General contracting and construction

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
(City) (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

Anne M. Martin; Asst VP

(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

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

14. Kathleen B. McCamey, Assistant Secretary
(Typed or printed name and capacity of person signing application)

CENTEX CONSTRUCTION COMPANY, INC.

Directors

<u>Name</u>	<u>Address</u>
Robert B. Hambright	7901 SW 6 th Court, Plantation, FL 33324
Laurence E. Hirsch	2728 N. Harwood, Dallas, TX 75201
Mark W. Layman	2728 N. Harwood, Dallas, TX 75201
Bob L. Moss	7901 SW 6 th Court, Plantation, FL 33324
Steven R. Smithgall	3924 Pender Drive, Fairfax, VA 22030
John P. Tarpey Jr.	3924 Pender Drive, Fairfax, VA 22030
Robert C. Van Cleave	2728 N. Harwood, Dallas, TX 75201
Edward A. Whitley	2636 Elm Hill Pike, Suite 200, Nashville, TX 37214

Principal Officers

<u>Name</u>	<u>Position</u>	<u>Address</u>
Bob L. Moss	Chairman of the Board	7901 SW 6 th Court, Plantation, FL 33324
Robert B. Hambright	President and Chief Executive Officer (Southeast Division)	2810 Coliseum Centre Dr., #200, Charlotte, NC 28217
John P. Tarpey Jr.	President and Chief Executive Officer (Mid-Atlantic Division)	3924 Pender Drive, Fairfax, VA 22030
Robert C. Van Cleave	President and Chief Executive Officer (Southwest Division)	2728 N. Harwood, Dallas, TX 75201
Gary P. Esporin	Executive Vice President, Chief Financial Officer and Treasurer (Southeast Division)	7901 SW 6 th Court, Plantation, FL 33324
Bruce J. Moldow	Executive Vice President and Chief Legal Officer (Southeast Division)	1395 S. Marietta Pkwy, 200-226, Marietta, GA 30067
James C. Taylor	Executive Vice President (Southeast Division)	7901 SW 6 th Court, Plantation, FL 33324
Herbert T. Adams III	Senior Vice President (Southeast Division)	2810 Coliseum Centre Dr., #200, Charlotte, NC 28217
Richard M. Rantala	Senior Vice President (Southeast Division)	1395 S. Marietta Pkwy, 200-226, Marietta, GA 30067
James C. Mays	Vice President (Southeast Division)	2810 Coliseum Centre Dr., #200, Charlotte, NC 28217
John W. Rankin	Vice President (Southeast Division)	1395 S. Marietta Pkwy, 200-226, Marietta, GA 30067
Peter W. Wojtowicz	Vice President (Southeast Division)	2728 N. Harwood, Dallas, TX 75201
Janet L. Erickson	Assistant Vice President	2728 N. Harwood, Dallas, TX 75201
Richard C. Harvey	Assistant Vice President	2728 N. Harwood, Dallas, TX 75201
Vicki A. Roberts	Assistant Vice President	2728 N. Harwood, Dallas, TX 75201
Raymond G. Smerge	Secretary	7901 SW 6 th Court, Plantation, FL 33324
Teresa Hopkins	Assistant Secretary	7901 SW 6 th Court, Plantation, FL 33324
Jacqueline M. Lawrence	Assistant Secretary	2728 N. Harwood, Dallas, TX 75201
Kathleen B. McCamey	Assistant Secretary	2728 N. Harwood, Dallas, TX 75201

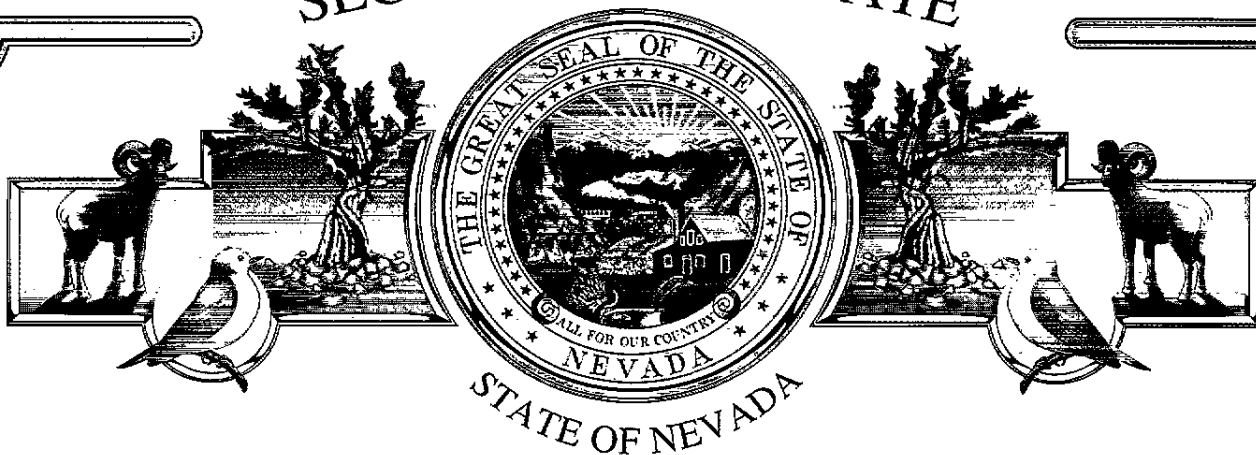
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TALLAHASSEE, FLORIDA

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May 31, 2002

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing in the time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **CENTEX CONSTRUCTION COMPANY, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 8, 1989, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 1, 2002.

Dean Heller

DEAN HELLER
Secretary of State

By

Sacquinne Warr
Certification Clerk

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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