

F94000004246

TH EQUITIES, INC.  
2001 Ross Avenue, Suite 3210  
Dallas, Texas 75201

July 24, 1997

Florida Department of Revenue  
Division of Corporations  
Attn: Ms. Thelma Lewis  
P.O. Box 6327  
Tallahassee, FL 32314

300002259553--9  
-08/06/97--01070--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: TH Equities, Inc. (Formerly TH Parkway Equities Inc.)

Dear Ms Lewis:

Enclosed is an Application By Foreign Nonprofit Corporation To File Amendment To Application For Conducting Affairs In Florida ("Application") for TH Equities, Inc.

Also enclosed is a copy of the Certificate of Amendment from the State of Texas, evidencing the name change for which the Application is being filed.

According to the Application's instructions, an original certificate issued within the last 90 days must be filed within 30 days after the occurrence of a change. However, because our primary place of business is in Texas, we were unaware of the Florida requirements for name changes, and therefore did not file the Application within the appropriate time frame. Additionally, we are submitting a copy of the Certificate of Amendment from the State of Texas. We received only one original certificate and need to retain it in our files. Our accountant, Lillian Simerly, spoke with you on July 23, 1997 regarding this. It is our understanding that you agreed to accept a copy from us under the circumstances.

Thank you for your assistance. If you have any questions, please call Lillian at (214) 863-3654.

TH EQUITIES, INC.

By:   
Name: Thomas Burleson  
Title: President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - 1 PM 3:51  
TLA AUG 1 1997

**APPLICATION BY FOREIGN NONPROFIT CORPORATION TO FILE  
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA  
(Pursuant to s. 617.1504, F.S.)**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - PM 3:05  
in Florida

- PRESIDENT  
Title



**The State of Texas**

**Secretary of State**

JUNE 24, 1996

ANGELINA NETHERCOTT--PARKWAY PROPERTIES  
2001 RUSS AVE #3210  
DALLAS, TX 75201

RE:  
TM EQUITIES, INC.  
CHARTER NUMBER 01245012-00

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR  
ARTICLES OF AMENDMENT.

THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES AND THE  
ORIGINAL HAS BEEN FILED IN THIS OFFICE.

PAYMENT OF THE FILING FEE IS ACKNOWLEDGED BY THIS LETTER.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

*poor quality copies*

  
Antonio O. Garza, Jr., Secretary of State



# The State of Texas

## Secretary of State

### CERTIFICATE OF AMENDMENT

FOR

TH EQUITIES, INC.

FORMERLY

TH PARKWAY EQUITIES, INC.  
CHARTER NUMBER 01245012

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,  
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF AMENDMENT FOR THE ABOVE  
NAMED ENTITY HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO  
CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE  
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS  
CERTIFICATE OF AMENDMENT.

DATED JUNE 7, 1996

EFFECTIVE JUNE 7, 1996

  
Antonio O. Garza, Jr., Secretary of State

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
TH PARKWAY EQUITIES, INC.**

FILED  
In the Office of the  
Secretary of State of Texas

JUN 07 1996

Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**ARTICLE ONE**

The name of the corporation is TH Parkway Equities, Inc.

**ARTICLE TWO**

The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation on May 31, 1996.

The amendment alters or changes Article I of the original or amended Articles of Incorporation and the full text of the provision altered now reads as follows:

The name of the corporation is TH Equities, Inc.

**ARTICLE THREE**

The number of shares of the corporation outstanding at the time of such adoption was 1,000 and the number of shares entitled to vote thereon was 1,000.

**ARTICLE FOUR**

The holder of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing pursuant to Article 9.10 adopting said amendment, and any written notice required by Article 9.10 has been given.

Dated: 6-3-96

**TH PARKWAY EQUITIES, INC.**

By: 

Thomas H. Burleson  
President

UNANIMOUS CONSENT IN LIEU OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
TH PARKWAY EQUITIES, INC.  
(the "Corporation")

The undersigned, being all the Directors of the Corporation, pursuant to Article 9.10B of the Texas Business Corporation Act, do hereby consent to and adopt in all respects the following resolutions, and the resolutions adopted pursuant to such consent shall have the same force and effect as if adopted by the unanimous vote of the undersigned at a properly called and convened special meeting.

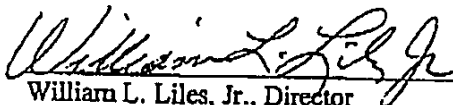
RESOLVED, that the resignations of Tom K. Harrington and William L. Liles, Jr., as attached hereto, are hereby accepted.

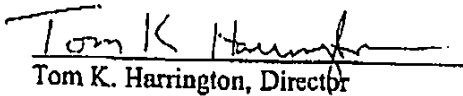
RESOLVED FURTHER, that the following persons be, and they hereby are, elected to serve as officers of the Corporation in the capacities designated below until the next annual meeting of the directors of the Corporation or until his successor is elected and qualified or until his earlier death, resignation, retirement, disqualification or removal from office.

<u>Name</u>	<u>Office</u>
Thomas H. Burleson	President
Brian Keyes	Vice President
Kent Gaydos	Secretary

RESOLVED FURTHER, that such officers shall have such power and shall perform such duties as set forth in the Bylaws of the Corporation, and in the case of the Vice President, he shall generally assist the President and shall have such powers and shall perform such duties and services as shall from time to time be prescribed or delegated to him by the President or the Board of Directors.

IN WITNESS WHEREOF, the undersigned does hereby execute this Consent effective as of the 6th day of April, 1995.

  
William L. Liles, Jr., Director

  
Tom K. Harrington, Director

## OFFICER RESIGNATION

The undersigned hereby resigns as President of TH Parkway Equities, Inc., a Texas corporation, effective as of April 6, 1995.

4-6-95  
Date

William L. Liles, Jr.  
William L. Liles, Jr.

The Corporation hereby accepts the resignation of William L. Liles, Jr.

TH Parkway Equities, Inc., a Texas  
corporation

By: TK Hammon  
Name: TK Hammon  
Title: V.P. & SECRETARY

## OFFICER RESIGNATION

The undersigned hereby resigns as Vice President and Secretary of TH Parkway Equities, Inc., a Texas corporation, effective as of April 6, 1995.

4/6/95  
Date

Tom K. Harrington  
Tom K. Harrington

The Corporation hereby accepts the resignation of Tom K. Harrington

TH Parkway Equities, Inc., a Texas  
corporation

By: Bill L. Liles Jr.  
Name: William L. Liles Jr.  
Title: Director



UNANIMOUS CONSENT IN LIEU OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
TH PARKWAY EQUITIES, INC.  
(the "Corporation")

The undersigned, being all the Directors of the Corporation, pursuant to Article 9.10B of the Texas Business Corporation Act, do hereby consent to and adopt in all respects the following resolutions, and the resolutions adopted pursuant to such consent shall have the same force and effect as if adopted by the unanimous vote of the undersigned at a properly called and convened special meeting.


RESOLVED, that the resignations of Robert T. Cozean, Brian A. Kueker, Thomas H. Burleson and Ann Murray, as attached hereto, are hereby accepted.

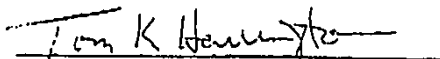
RESOLVED FURTHER, that the following persons be, and they hereby are, elected to serve as officers of the Corporation in the capacities designated below until the next annual meeting of the directors of the Corporation or until his successor is elected and qualified or until his earlier death, resignation, retirement, disqualification or removal from office.

<u>Name</u>	<u>Office</u>
William L. Liles, Jr.	President
Tom K. Harrington	Vice President, Secretary

RESOLVED FURTHER, that such officers shall have such power and shall perform such duties as set forth in the Bylaws of the Corporation, and in the case of the Vice President, he shall generally assist the President and shall have such powers and shall perform such duties and services as shall from time to time be prescribed or delegated to him by the President or the Board of Directors.

IN WITNESS WHEREOF, the undersigned does hereby execute this Consent effective as of the 23rd day of January, 1995.

  
William L. Liles, Jr., Director

  
Tom K. Harrington, Director