

F 95000001059

Document Number Only

C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, Ste. 200
Address
Tallahassee, FL 32301 (904) 656-0298
City State Zip Phone

CORPORATION(S) NAME

1913 - No Florida GP Corp.

- | | | |
|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> CUS / G/S |
| <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 | | |

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION BUSINESS IN FLORIDA

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

1. 1992-NI Florida GP Corp.
(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
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. 2/28/95
(Date of Incorporation)
5. Perpetual
(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 817.156 F.S.))
7. c/o AMRESKO Management, Inc., 5310 Harvest Hill Road,
Suite 210, R.B. 120, Dallas, Texas 75230-5805
(Current mailing address)
8. Own, operate and sell real estate through its limited partnership
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM


(Registered agent's signature) (Officer)

Daniel R. Glatz, Assistant Vice President

(Type Name and Title of Officer)

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

Names and addresses of officers and/or directors

DIRECTORS

Director: Michael Katz
~~Chairman~~: Sterling Equities
Address: 111 Great Neck Road
Great Neck, NY 11021

Vice Chairman: _____
Address: _____

Director: Cornelia Buckley
Bankers Trust
Address: 280 Park Avenue - 21W
New York, NY 10017

Director: Robert L. Adair III
c/o AMRESKO Management, Inc.
Address: Woodall Rodgers Tower,
1845 Woodall Rodgers Freeway
Dallas, TX 75201

OFFICERS

President: Robert L. Adair III
c/o AMRESKO Management, Inc.
Address: Woodall Rodgers Tower
1845 Woodall Rodgers Freeway
Dallas, TX 75201

Vice President: Joe Jernigan
c/o AMRESKO Management, Inc.
Address: 5310 Harvest Hill Road, Suite 210
Dallas, TX 75230-5805

Secretary: B. W. Giesen, II
c/o AMRESKO Management, Inc.
Address: 5310 Harvest Hill Road, Suite 210
Dallas, TX 75230-5805

Treasurer Same as Secretary

Address _____

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

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

14. Joe Jernigan, Vice President of 1992-NI Florida GP Corp.
(Typed or printed name and capacity of person signing application)

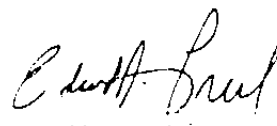
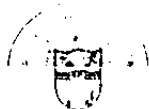
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*State of Delaware**Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "1992-N1 FLORIDA GP CORP." 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 THIRD DAY OF MARCH, A.D. 1995.

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

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