

F95000002094

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 586442 6624A

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 28 PM 3:47

ORDER DATE : April 27, 1995

ORDER TIME : 11:59 AM

800001468039

ORDER NO. : 586442

CUSTOMER NO: 6624A

CUSTOMER: Dana Knollenberg, Legal Asst
Ginsberg Brusilov, P.C.
Suite 750
14785 Preston Road
Dallas, TX 75240

RECEIVED
95 APR 29 11:10 AM
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: G.P. SOUTHWEST PROPERTIES
GROUP, INC.

File
1st

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

W95-9060

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 28, 1995

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: G.P. SOUTHWEST PROPERTIES GROUP I, INC.
Ref. Number: W9500009060

We have received your document for G.P. SOUTHWEST PROPERTIES GROUP I, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 595A00020311

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 APR 28 PM 3:47

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
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. G.P. Southwest Properties Group I, 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

(State or country under the law of which it is incorporated)

3. 75-2589937

(FEI number, if applicable)

4. 3-30-95

(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 617.156, F.S.)

7. 701 Commerce Street, Suite 200

Dallas, Texas 75202

(Current mailing address)

8. to engage in any lawful act or activity for which corporations may be organized in the
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

State of
Florida.

9. Name and street address of Florida registered agent:

Name: Corporation Service Company

Office Address: 1201 Hayes Street

Tallahassee

, Florida, 32301

(Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 28 PM 3:47

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.

Karen B. Rozar, as agent for Corporation Service Company

Karen B. Rozar
(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:

A. DIRECTORS

Chairman: None

Address: _____

Vice Chairman: None

Address: _____

Director: Clifford A. Booth

Address: 701 Commerce Street, Suite 200

Dallas, Texas 75202

Director: Mark Finerman

Address: Two World Financial Center, Building B
New York, New York 10281

B. OFFICERS

President: Clifford A. Booth

Address: 701 Commerce Street, Suite 200

Dallas, Texas 75202

Vice President: Stephen H. Kanoff

Address: 701 Commerce Street, Suite 200

Dallas, Texas 75202

Secretary: Marilyn F. McKay

Address: 701 Commerce Street, Suite 200

Dallas, Texas 75202

Sr. Vice President

~~Treasurer~~: D. Randall Moses

Address: 701 Commerce Street, Suite 200

Dallas, Texas 75202

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

13.

Clifford A. Booth
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

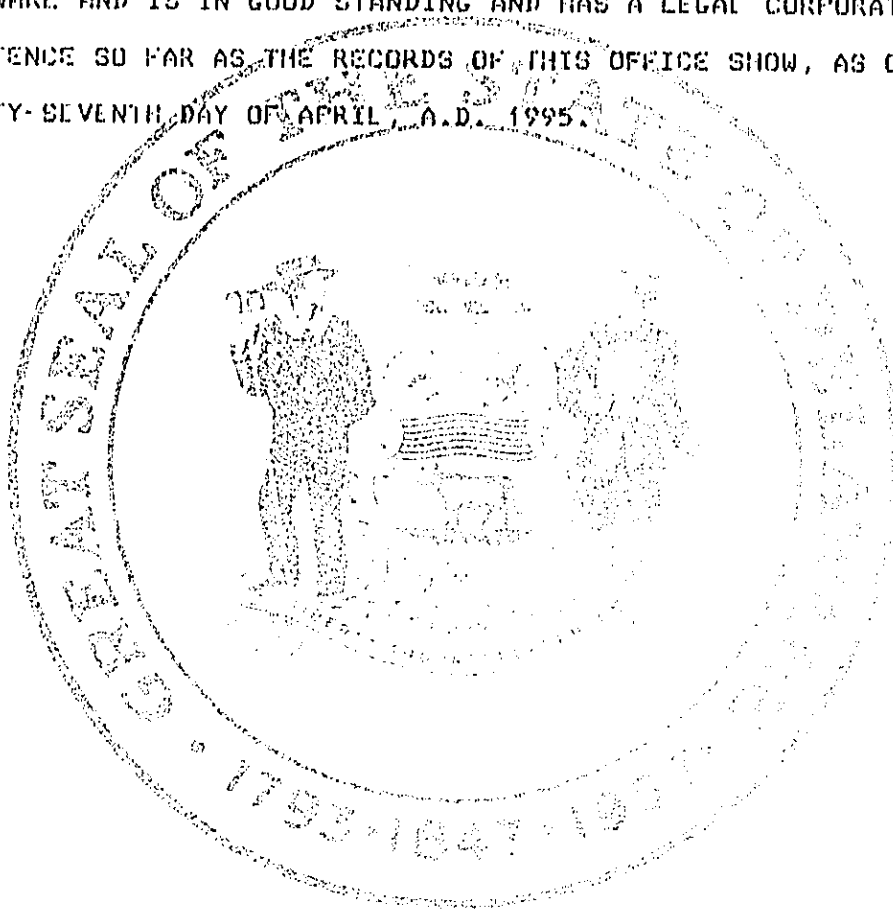
14.

Clifford A. Booth, President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 28 PM 3:47

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "G.P. SOUTHWEST PROPERTIES GROUP I, 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 TWENTY-SEVENTH DAY OF APRIL, A.D. 1995.



FILED
 SECRETARY OF STATE
 DIVISION OF RECORDS
 95 APR 28 PM 3:47



2474401 8300

950093728

Edward J. Freel

Edward J. Freel, Secretary of State

7489282

AUTHENTICATION:

04-27-95

DATE:

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

APPROVED 8-14-96
AND FILED

1996 AUG 27 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200001515012
08/28/96--01107--004
***375.00 ***375.00

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F95000002094

1. Corporation Name

G.P. SOUTHWEST PROPERTIES GROUP I, INC.

Principal Place of Business

701 Commerce Street
Suite 200
Dallas, Texas 75202

Mailing Address

701 Commerce Street
Suite 200
Dallas, Texas 75202

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

DO NOT WRITE IN THIS SPACE

2. New Principal Office Address, If Applicable

3. New Mailing Address, If Applicable

4. Date Incorporated or Qualified
To Do Business in Florida

4/28/96

Suite, Apt. #, etc.

Suite, Apt. #, etc.

5. FEI Number

75-2589937

Applied For

Not Applicable

City & State

City & State

Zip

Country

Zip

Country

6. CERTIFICATE OF STATUS DESIRED ☒

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
P/D	Clifford A. Booth	701 Commerce Street Suite 200	Dallas, Texas 75202
Sr. V/ D	D. Randall Moses	701 Commerce Street Suite 200	Dallas, Texas 75202
V	Stephen H. Kanoff	701 Commerce Street Suite 200	Dallas, Texas 75202
S	Alice Kettle	701 Commerce Street Suite 200	Dallas, Texas 75202
Indpdt. D	Barry Funt	2 World Financial Center Bldg. B, 20th Floor	New York, New York 10281

8. Name and Address of Current Registered Agent

Corporation Service Company
1201 Hayes Street
Tallahassee, FL 32301

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

See Attached for Signature

Date

REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

Alice Kettle

Alice Kettle, Secretary

3/26/96

(214) 760-7711

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

08/26/96

13:09

CSC/PHL&FS 984 222 8393

882

Pg 293

APPLICATION
FOR
REINSTATEMENT

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # F95000002094

1. Corporation Name

G.P. SOUTHWEST PROPERTIES GROUP I, INC.

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Suite 200
Dallas, Texas 75202

Mailing Address

701 Commerce Street
Suite 200
Dallas, Texas 75202

If above addresses are incorrect in any way, are through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable

3. New Mailing Address, if Applicable

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

DO NOT WRITE IN THIS SPACE

4. Date Incorporated or Qualified
To Do Business in Florida

4/28/96

5. FIC Number

75-2589937

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☒

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
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V	Stephen H. Kanoff	701 Commerce Street Suite 200	Dallas, Texas 75202
S	Alice Kettle	701 Commerce Street Suite 200	Dallas, Texas 75202
Indpdr.	Barry Funt	2 World Financial Center Bldg. B, 20th Floor	New York, New York 10281

8. Name and Address of Current Registered Agent

Corporation Service Company
1201 Hayes Street
Tallahassee, FL 32301

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State / Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered AgentLaura R. Dwyer - AS AGENT FOR
REGISTERED AGENT MUST SIGN CORPORATION SERVICE COMPANY

Date

8/22/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒See other side for information
on intangible tax.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 199.032(3)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(b) in the event that the information supplied is deemed exempt from public access. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of Section 607.0505, F.S. and that all taxes owed by the corporation have been paid. The information included on this application is true and accurate and I, the undersigned, am a duly authorized officer or director of the corporation.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Alice Kettle Alice Kettle

8/26/96

(214) 760-2711

Use

Copy to file

08/26/96

13:09

CSC/PL&FS 984 227 0393

APPROVED

18393

APPLICATION
FOR
REINSTATEMENT

FLORIDA DEPARTMENT OF STATE

Sandra B. Monham
Secretary of State

DIVISION OF CORPORATIONS

1996 AUG 26 PM 8:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F95000002094

1. Corporation Name

G.P. SOUTHWEST PROPERTIES GROUP I, INC.

Principal Place of Business

701 Commerce Street
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Mailing Address

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Suite 200
Dallas, Texas 75202

If above addresses are incorrect in any way, and through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable

3. New Mailing Address, if Applicable

DO NOT WRITE IN THIS SPACE

State, Apt. #, etc.

State, Apt. #, etc.

4. Date Incorporated or Qualified
To Do Business in Florida

4/28/96

City & State

City & State

5. F.E.B. Number

75-2589937

Applied For

Not Applicable

Zip

Country

Zip

Country

CERTIFICATE OF STATUS DESIRED ☒

7. Names and Street Addresses of Each Officer and/or Director (Florida non-profit corporations must list at least 3 directors)

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Name

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State, Apt. #, Etc.

City

State / Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

- AS AGENT FOR

REGISTERED AGENT MUST SIGN CORPORATION SERVICE COMPANY

8/22/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒See other side for information
on intangible tax

12. I do hereby certify that the information supplied with the filing is voluntarily furnished and does not qualify for the exemption stated in Section 199.032, Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 199.032, Florida Statutes, in the event that the information submitted is deemed exempt from public access. I certify that I am an officer or director of the corporation or trustee empowered to execute this application as provided for in Chapter 627 of the Florida Statutes, and that the information application for reinstatement has been approved. The corporation name satisfies the requirements of Section 607.0505, F.S. and that all requirements of the corporation have been met and the information included on this application is true and accurate and is not false or misleading. I am not a resident of Florida and I am not a resident of the State of Florida.

SIGNATURE:

Alice Kettle
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

8/26/96 (214) 760-7711

Date

Signature Here