

**F96000000531**

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**CSC networks**  
PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 824498 4307326

AUTHORIZATION :

COST LIMIT : \$ 122,50

*Patricia P. Pitt*

ORDER DATE : January 30, 1996

ORDER TIME : 11:20 AM

ORDER NO. : 824498

CUSTOMER NO: 4307326

CUSTOMER: Karen Tolson, Legal Asst  
Arnold & Porter  
555 12th Street, N.W.  
Thurman Arnold Building  
Washington, DC 20004-1202

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DIVISION OF CORPORATION

300001703063

FOREIGN FILINGS

NAME: TPGC FINANCE CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Gail L. Shelby

*gl*  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## 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. TPGC Finance Corporation  
(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. Not Applicable  
(FEI number, if applicable)
4. 1/22/96  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Not yet transacted business in Florida  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 201 Main Street, Suite 2420  
Fort Worth, Texas 76102  
(Current mailing address)
8. All legal purposes  
(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: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(Zip Code)

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**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.*

  
 (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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: David Stanton

Address: Texas Pacific Group  
600 California Street, Suite 1850  
San Francisco, California 94108

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: David Stanton

Address: Texas Pacific Group  
600 California Street, Suite 1850  
San Francisco, California 94108

Vice President: Richard P. Schiffer

Address: Texas Pacific Group  
1133 Connecticut Avenue, N.W.  
Washington, D.C. 20036

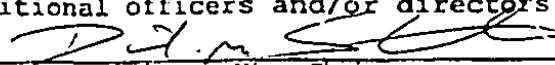
Secretary: Richard Ekleberry

Address: Texas Pacific Group  
201 Main Street, Suite 2420  
Fort Worth, Texas 76102

Treasurer: James O'Brien

Address: Texas Pacific Group  
201 Main Street, Suite 2420  
Fort Worth, Texas 76102

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

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

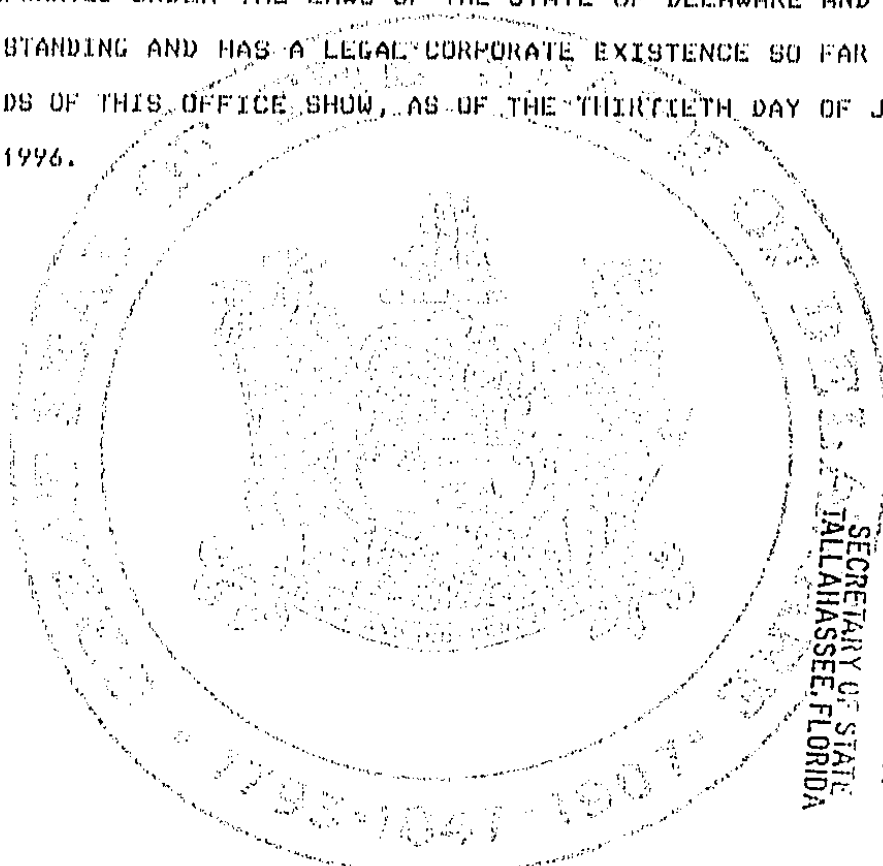
14. David Stanton, President  
(Typed or printed name and capacity of person signing application)

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

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TPGC FINANCE CORPORATION" 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 THIRTIETH DAY OF JANUARY, A.D. 1996.



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7808981

DATE: 01-30-96