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Document Number Only

C T CORPORATION SYSTEM  
Incorporator's Name  
660 East Jefferson Street  
Address  
Tallahassee, Florida 32301  
City State Zip Phone  
904-222-1092  
CORPORATION(S) NAME

800001715918  
-02/15/96--01076--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

TBC Realty VI Corporation

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CH2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. TBC REALTY VI 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. Texas  
(State or country under the law of which it is incorporated)

3. 75-2590421  
(FEI number, if applicable)

4. April 10, 1995  
(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. 1700 Pacific Avenue, Suite 3800, Dallas, Texas 75201  
(Current mailing address)

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8. own and lease real estate  
(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

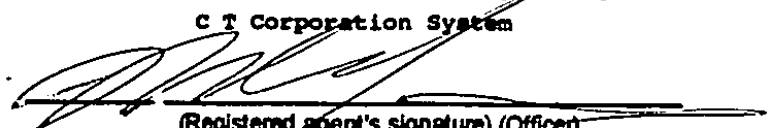
Office Address: c/o C T Corporation System, 1200 South Pine Island Road

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 obligation of my position as registered agent.*

C T Corporation System

  
(Registered agent's signature) (Officer)

Michael E. Jones, Asst-Secy  
(Type Name and Title of Officer)

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: \_\_\_\_\_ See Attached Rider

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

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

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

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

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

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

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

**B. OFFICERS**

President: \_\_\_\_\_ See Attached Rider

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

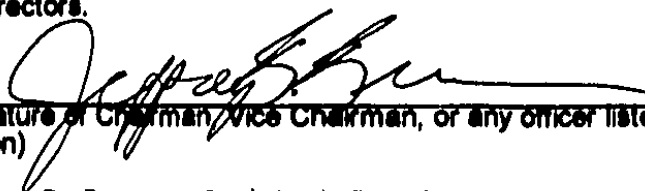
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

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

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

13.

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

14. Jeffrey P. Branner, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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List of Officers and Directors  
for  
TBC REALTY VI CORPORATION

| <u>Name/Title</u>                                       | <u>Address</u>                                              |
|---------------------------------------------------------|-------------------------------------------------------------|
| Henry C. Beck<br>Director                               | 1700 Pacific Avenue<br>Suite 3800<br>Dallas, Texas 75201    |
| Charles P. Shelby, Jr.<br>President, Director           | 1700 Pacific Avenue<br>Suite 3800<br>Dallas, Texas 75201    |
| James F. Russell<br>Vice President, Secretary, Director | 1700 Pacific Avenue<br>Suite 3800<br>Dallas, Texas 75201    |
| Stephen S. Brookshire<br>Vice President                 | 1700 Pacific Avenue<br>Suite 3800<br>Dallas, Texas 75201    |
| Jerry Boggess<br>Treasurer                              | 1700 Pacific Avenue<br>Suite 3800<br>Dallas, Texas 75201    |
| Jeffrey B. Brawner<br>Assistant Secretary               | 2311 Cedar Springs Road<br>Suite 150<br>Dallas, Texas 75201 |

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# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that  
Articles of Incorporation  
of

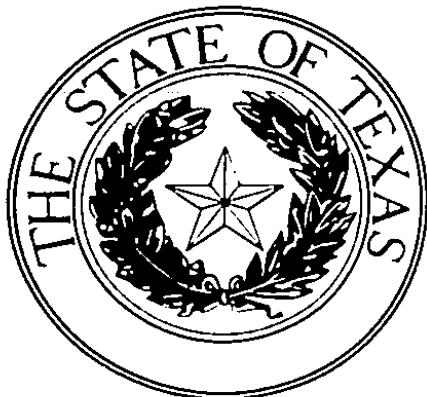
**TBC REALTY VI CORPORATION**  
**CHARTER# 1352504**

were filed in this office and a certificate of incorporation was issued on

**APRIL 10, 1995;**

**IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and  
that the corporation is still in existence.**

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*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on February 13, 1996.*

*1087.*  
\_\_\_\_\_  
Antonio O. Garza, Jr.  
Secretary of State

BAM