

F 97000006272



ACCOUNT NO. : 072100000032

REFERENCE : 611125 4322404

AUTHORIZATION : *Patricia Pizut*

COST LIMIT : \$ 70.00

ORDER DATE : November 24, 1997

ORDER TIME : 11:39 AM

ORDER NO. : 611125-035

600002358056--0

CUSTOMER NO: 4322404

CUSTOMER: Alan Mihecoby, Legal Assistant
Jenkins & Gilchrist
Suite 3200
1445 Ross Avenue
Dallas, TX 752022711

FOREIGN FILINGS

NAME: 3G CORP HOLDINGS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

DIVISION OF CORPORATION

97 NOV 26 PM 1:59

RECEIVED

97 NOV 26 PM 9:59

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

LC 11/26

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO 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. 3G CORP Holdings, 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. Missouri

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

3. 43-1782794

(FEI number, if applicable)

4. May 30, 1997

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 30, 1997

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. One Independent Drive, Suite 3110

Jacksonville, FL 32202

(Current mailing address)

Any lawful act or activity for which corporations may be organized

8. under the Laws of the State of Florida.

(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

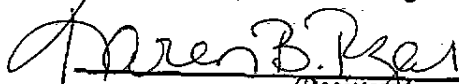
Tallahassee

, Florida, 32301

(Zip Code)

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)

Karen B. Rozar, As Its Agent

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 PM 9:59

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____ James A. Borchers

Address: _____ 1603 Boonslick Road

_____ St. Charles, MO 63301

Director: _____

Address: _____

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

President: _____ Gregg B. Taylor

Address: _____ One Independent Drive, Suite 3110

_____ Jacksonville, FL 32202

Vice President: _____

Address: _____

Secretary: _____ Gary A. Watters

Address: _____ One Independent Drive, Suite 3110

_____ Jacksonville, FL 32202

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. _____ Gregg B. Taylor President
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS

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STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE
OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE
AND IN MY CARE AND CUSTODY REVEAL THAT
36 CORP HOLDINGS, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 30TH
DAY OF MAY, 1997, AND IS IN GOOD STANDING, HAVING FULLY
COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
25TH DAY OF NOVEMBER, 1997.

Rebecca McDowell Cook
Secretary of State



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DIVISION