



THE UNITED STATES  
CORPORATION  
COMPANY

970000006730

ACCOUNT NO. : 072100000032

REFERENCE : 631706 4350158

AUTHORIZATION :

*Patricia Pujato*

COST LIMIT : \$ 70.00

ORDER DATE : December 11, 1997

ORDER TIME : 11:13 AM

ORDER NO. : 631706-015

CUSTOMER NO: 4350158

500002377575--7

CUSTOMER: Ms. Mary Kay Schwartz  
Mcneil Real Estate Management,  
13760 Noel Road  
Suite 600  
Dallas, TX 75240

FOREIGN FILINGS

NAME: RIVER BAY PLAZA CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

*12/19*  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 19 PM 1:30  
RECEIVED  
97 DEC 19 PM 12:23  
DIVISION OF CORPORATIONS

# 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. RIVER BAY PLAZA 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 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 11, 1997 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 11, 1997  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.165, F.S.))
7. River Bay Plaza Corp., c/o McNeil Real Estate Management, Inc.  
13760 Noel Road, Suite 600, LB 70, Dallas, Texas 75240, Attn: Legal  
(Current mailing address)
8. Act as general partner to River Bay Plaza XXIV, L.P., a Texas 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: (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.

By: [Signature]  
Corporation Service Company  
(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: \_\_\_\_\_

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

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

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

Director: Ron K. Taylor

Address: 13760 Noel Road, Suite 600, LB 70

Dallas, TX 75240

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

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

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

President: Ron K. Taylor

Address: 13760 Noel Road, Suite 600, LB 70

Dallas, TX 75240

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

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

Secretary: Barbara Smith

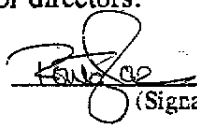
Address: 13760 Noel Road, Suite 600, LB 70

Dallas, TX 75240

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

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

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

13.  \_\_\_\_\_, Ron K. Taylor, Dir/Pres.  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Ron K. Taylor, President

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RIVER BAY PLAZA 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 EIGHTEENTH DAY OF DECEMBER, A.D. 1997.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 19 PM 1:30



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

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