

Document Number Only

F98000002032

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

400002484014--8

-04/09/98--01056--022

*****70.00 *****70.00

NBLP Management Corp.

8/4/9

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|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| | | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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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. NRLP MANAGEMENT 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. Nevada

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

3. 75-2749159

(FEI number, if applicable)

4. January 8, 1998

(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 817.156, F.S.))

7. 10670 North Central Expressway, Suite 600, Dallas, Texas 75231

(Current mailing address)

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8. The corporation will serve as a general partner for a limited partnership which will own and manage 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
ASSISTANT SECRETARY

(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 list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: see attached list of officers

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. Robert A. Waldman, Secretary

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

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NRLP MANAGEMENT CORP.

Attachment to
Application by Foreign Corporation
for Authorization to Transact Business
State of Florida

List of Directors\Officers

<u>Name\Address</u>	<u>Position Held</u>
Ronald F. Bruce 10670 North Central Expressway #401 Dallas, TX 75231	Director
Randall K. Gonzalez 4455 Alpha Road #2 Dallas, TX 75244	Director
Randall M. Paulson 10670 North Central Expressway #600 Dallas, TX 75231	President\Director
Thomas A. Holland 10670 North Central Expressway #600 Dallas, TX 75231	Executive Vice President and Chief Financial Officer
Bruce A. Endendyk 10670 North Central Expressway #600 Dallas, TX 75231	Executive Vice President
Karl L. Blaha 10670 North Central Expressway #600 Dallas, TX 75231	Executive Vice President - Commercial Asset Management
Robert A. Waldman 10670 North Central Expressway #600 Dallas, TX 75231	Senior Vice President, Secretary and General Counsel
Drew D. Potera 10670 North Central Expressway #600 Dallas, TX 75231	Treasurer
A. Cal Rossi, Jr. 10670 North Central Expressway #600 Dallas, TX 75231	Vice President
Scott E. Callahan 10670 North Central Expressway #600 Dallas, TX 75231	Vice President
D. Brian Barton 10670 North Central Expressway #600 Dallas, TX 75231	Vice President

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NRLP MANAGEMENT CORP.

List of Directors\Officers

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Name\Address

Position Held

James D. Canon, III
10670 North Central Expressway #600
Dallas, TX 75231

Vice President

David W. Starowicz
10670 North Central Expressway #600
Dallas, TX 75231

Vice President

Stuart N. Welch
10670 North Central Expressway #600
Dallas, TX 75231

Vice President

Cheryl Weaver
10670 North Central Expressway #600
Dallas, TX 75231

Assistant Secretary

Michael W. Byrne
10670 North Central Expressway #600
Dallas, TX 75231

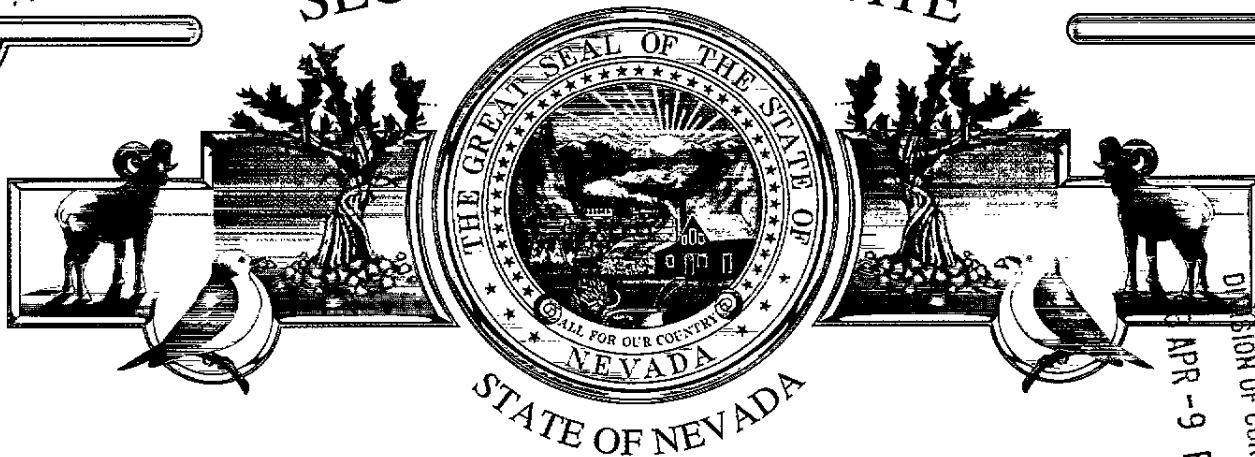
Assistant Treasurer

Dan C. Fellows
10670 North Central Expressway #600
Dallas, TX 75231

Assistant Treasurer

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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NRLP MANAGEMENT CORP.** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 8, 1998 and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on March 17, 1998.

Dean Heller

Secretary of State

By

Linda Rogers

Certification Clerk