

CC: SA  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 8/10/99

REF. #: 0362.7885

CORP. NAME: TC Houston TFK, Inc.

900002956829--3

-08/11/99--01037--009  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION     | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                 | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input checked="" type="checkbox"/> CERT. OF AUTHORITY | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                 | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION   | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                  |   |  |

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TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 51608 FOR \$ 87.50

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

☒ CERTIFIED COPY ☐ CERTIFICATE OF STATUS ☐ PLAIN STAMPED COPY

Examiner's Initials

**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. TC HOUSTON TFK, 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. DELAWARE 3. 75-2832697  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 9, 1999 5. PERPETUAL  
(Date of incorporation) (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 817.155, F.S.)
7. c/o Rebecca M. Savino  
2001 Ross Avenue, Suite 3400, Dallas, TX 75201  
(Current mailing address)
8. Real Estate Development and/or Management  
(Purpose(s) of corporation authorized in home state or country to be carried out in 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)

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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.*

Corporation Service Company  
By: [Signature]  
(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: See attached officers/directors rider

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

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

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

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

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

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

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

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

President: See attached officers/directors 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. Rebecca M Savino  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. REBECCA M. SAVINO, SECRETARY  
(Typed or printed name and capacity of person signing application)

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## Officers

## Exhibit A

### TC HOUSTON TFK, INC.

BLACKWELL, H. PRYOR 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT
BRAUN, D. NADINE 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	ASSISTANT SECRETARY
CASEY, JAMES M. 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	EXECUTIVE VICE PRESIDENT
COE, RICHARD H. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	VICE PRESIDENT
HASSENFLU, K. A. 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	EXECUTIVE VICE PRESIDENT
HOLLAND, JOHN A. 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	EXECUTIVE VICE PRESIDENT
KHOURIE, MATTHEW S. 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	PRESIDENT
KHOURIE, MATTHEW S. 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	CHIEF EXECUTIVE OFFICER
LEISER, WILLIAM P. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT
LEISER, WILLIAM P. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	ASSISTANT SECRETARY
LIPPE, GEORGE L. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT
NAKAHARA, ASUKA 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	EXECUTIVE VICE PRESIDENT
NICKELS, III, MATTHEW J. 5801 S. EASTERN AVENUE, #100 LOS ANGELES, CA 90040	EXECUTIVE VICE PRESIDENT
ROBERTSON, JOHN S. 1360 POST OAK BLVD., #1800 HOUSTON, TX 77056	TREASURER
SAVINO, REBECCA M. 2001 ROSS AVENUE, #3400 DALLAS, TX 75201	SECRETARY

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**TC HOUSTON TFK, INC.**

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SULENTIC, ROBERT E.  
2001 ROSS AVENUE, #3400  
DALLAS, TX 75201

EXECUTIVE VICE PRESIDENT

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**Directors**

**Exhibit A**

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**TC HOUSTON TFK, INC.**

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BLACKWELL, H. PRYOR  
2001 ROSS AVENUE, #3400  
DALLAS, TX 75201

COE, RICHARD H.  
2001 ROSS AVENUE, #3400  
DALLAS, TX 75201

KHOURIE, MATTHEW S.  
1360 POST OAK BLVD., #1800  
HOUSTON, TX 77056

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

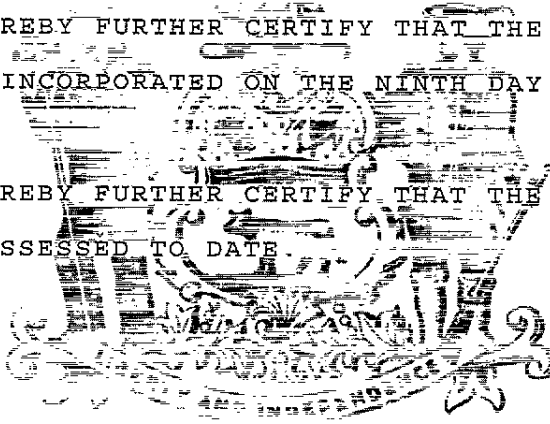
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TC HOUSTON TFK, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TC HOUSTON TFK, INC." WAS INCORPORATED ON THE NINTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9911153  
DATE: 08-09-99