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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Ameriton Florida Holdings (1) Inc.

- ☐ Walk In
- ☐ Mail Out
- ☐ Will Wait
- ☐ Photocopy

☐ Pick Up Time

- ☐ Certified Copy
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*BY 12/9/99*  
**RUSH**

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- ☐ Certificate of FICTITIOUS NAME
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- ☐ CORP SEARCH

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TALLAHASSEE, FL 32301  
DIVISION OF CORPORATIONS

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

**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.

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1. AMERITON Florida Holdings (1) Incorporated  
(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  
(State or country under the law of which it is incorporated)
3. Applied For  
(FEI number, if applicable)
4. November 30, 1999  
(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 817.155, F.S.)
7. 7630 South Chester  
Englewood, Colorado 80112  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized.  
(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)

**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.*

Mia D. Intermittent, Asst. Secretary  
(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 Addendum

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

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

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

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

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

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

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

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

President: See attached Addendum

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

14. Timothy R. Welsh, Vice President  
(Typed or printed name and capacity of person signing application)

# AMERITON FLORIDA HOLDINGS INCORPORATED

## OFFICERS and DIRECTORS LIST

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NAME	ADDRESS	OFFICE
<b><u>DIRECTORS:</u></b>		
Walter M. Mischer, Jr.	8550 Katy Freeway, Suite 300, Houston, TX 77024	Director
R. Scott Sellers	7670 S. Chester Street, Suite 100, Englewood, CO 80112	Director
William M. Wheless, III	125 Lincoln Avenue, Santa Fe, NM 87501	Director
Thomas B. Allin	125 Lincoln Avenue, Santa Fe, NM 87501	Director
<b><u>OFFICERS:</u></b>		
Walter M. Mischer, Jr.	8550 Katy Freeway, Suite 300, Houston, TX 77024	Director
Kevin M. Hampton	7670 S. Chester Street, Suite 100, Englewood, CO 80112	Executive Director and Senior Vice President
Timothy R. Walsh	7670 S. Chester Street, Suite 100, Englewood, CO 80112	Vice President
William Kell	7777 Market Center Avenue, El Paso, TX 79912	Assistant Controller
Susan M. Schaefer	7670 S. Chester Street, Suite 100, Englewood, CO 80112	Assistant Secretary
Susan E. Chapman	11 S. LaSalle Street, 2nd Floor, Chicago, IL 60603	Finance Manager and Assistant Secretary
Andrew J. Larson	7670 S. Chester Street, Suite 100, Englewood, CO 80112	Assistant Secretary
Meg Sparling-Merida	7670 S. Chester Street, Suite 100, Englewood, CO 80112	Assistant Secretary

*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 "AMERITON FLORIDA HOLDINGS (1) INCORPORATED" 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 FIRST DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERITON FLORIDA HOLDINGS (1) INCORPORATED" WAS INCORPORATED ON THE THIRTIETH DAY OF NOVEMBER, A.D. 1999.

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

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Edward J. Freel, Secretary of State

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AUTHENTICATION: 0110854  
DATE: 12-01-99