


2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

**FILED**  
**Apr 27, 2006 8:00 am**  
**Secretary of State**

04-27-2006 90023 050 \*\*\*\*50.00

<b>DOCUMENT # L00000006934</b>					
1. Entity Name <b>BUTTREY DEVELOPMENT THREE, LLC</b>					
Principal Place of Business <b>1001 FANNIN, SUITE 4000 HOUSTON, TX 77002</b>			Mailing Address <b>1001 FANNIN, SUITE 4000 HOUSTON, TX 77002</b>		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number <b>59-3653859</b>	
Zip		Country		5. Certificate of Status Desired <input type="checkbox"/> <b>\$5.00 Additional Fee Required</b>	
6. Name and Address of Current Registered Agent <b>C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324</b>			7. Name and Address of New Registered Agent		
			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			City		
			<b>FL</b> Zip Code		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____					
Filing Fee is \$50.00 Due by May 1, 2006		<b>Make check payable to Florida Department of State</b>			
9. MANAGING MEMBERS/MANAGERS			10. ADDITIONS/CHANGES		
TITLE	P	<input type="checkbox"/> Delete	TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>HOPKINS, DAVID R</b>		NAME	<b>SEE ATTACHED OFFICERS RPT (Delete All Previous Officers)</b>	
STREET ADDRESS	<b>1001 FANNIN SUITE 4000</b>		STREET ADDRESS		
CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>		CITY-ST-ZIP		
TITLE	VP	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
NAME	<b>MCCONNELL DAVID,</b>		NAME	<b>MBR Waste Management Inc. of Florida 1001 Fannin, Suite 4000 Houston, TX 77002</b>	
STREET ADDRESS	<b>1001 FANNIN SUITE 4000</b>		STREET ADDRESS		
CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>		CITY-ST-ZIP		
TITLE	VP	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>BROTHERTON, GARY L</b>		NAME		
STREET ADDRESS	<b>1001 FANNIN SUITE 4000</b>		STREET ADDRESS		
CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>		CITY-ST-ZIP		
TITLE	VP	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>CARROLL, THOMAS G</b>		NAME		
STREET ADDRESS	<b>1001 FANNIN SUITE 4000</b>		STREET ADDRESS		
CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>		CITY-ST-ZIP		
TITLE	VP	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>MURPHY, DAVID R</b>		NAME		
STREET ADDRESS	<b>1001 FANNIN SUITE 4000</b>		STREET ADDRESS		
CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>		CITY-ST-ZIP		
TITLE	VP	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>DEES, CHARLES III</b>		NAME		
STREET ADDRESS	<b>1001 FANNIN SUITE 4000</b>		STREET ADDRESS		
CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>		CITY-ST-ZIP		

11. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

**SIGNATURE:** Frances B Sewell **FRANCES B. SEWELL** 4/17/06 713-512-6200  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE Date Daytime Phone #

Buttrey Development Three, LLC

Officers

	Effective	First Elected	Last Elected
David Rowen Hopkins	12/31/2003	12/31/2003	8/22/2005
Gary L. Brotherton	8/22/2005	8/22/2005	8/22/2005
Thomas G. Carroll	8/22/2005	8/22/2005	8/22/2005
John F. Casagrande	8/22/2005	8/22/2005	8/22/2005
Charles D. Dees III	8/22/2005	8/22/2005	8/22/2005
John E. Fenton	8/22/2005	8/22/2005	8/22/2005
R. David McConnell	6/1/2005	6/1/2005	8/22/2005
Charlie W. Morehouse	8/22/2005	8/22/2005	8/22/2005
David R. Murphy	8/22/2005	8/22/2005	8/22/2005
Alec N. Pittman	8/22/2005	8/22/2005	8/22/2005
Edward R. Schauble	8/22/2005	8/22/2005	8/22/2005
Linda J. Smith	12/31/2003	12/31/2003	8/22/2005
Greg A. Robertson	3/12/2004	3/12/2004	8/22/2005
Cherie C. Rice	3/12/2004	3/12/2004	8/22/2005
John T. Van Gessel	12/31/2003	12/31/2003	8/22/2005
Don Patrick Carpenter	12/31/2003	12/31/2003	8/22/2005
Frank Jamieson Clement	12/31/2003	12/31/2003	8/22/2005
Frances B. Sewell	12/31/2003	12/31/2003	8/22/2005
Jeffrey W. Burris	8/22/2005	8/22/2005	8/22/2005

ATTACHMENT  
20036951

Address for all of the above: 1001 Fannin, Suite 4000  
Houston, TX 77002

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**Directors / Officers Report**

As of 4/13/2006

**Buttrey Development Three, LLC**

Ronald M. Kaplan	Assistant Secretary	12/31/2003	12/31/2003	8/22/2005
Amanda K. Maki	Assistant Secretary	12/31/2003	12/31/2003	8/22/2005
S. John Tsai	Vice President and Assistant General Counsel	3/12/2004	3/12/2004	8/22/2005

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Houston, TX 77002