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Address

City/State/Zip

Phone #

66684318

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Office Use Only

860 08/08/00 01039 022

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

52.50

1. Park Operating GP, LLC (Corporation Name) 100003349481 (Document #)

2. (Corporation Name) (Document #)

CF-125 CF-108 100003349481

3. (Corporation Name) (Document #)

CERT - 35 CF-

4. (Corporation Name) (Document #)

Walk in

Pick up time

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

00 AUG - 8 PM 15 RECEIVED BY THE SECRETARY OF THE STATE DEPARTMENT OF CORPORATIONS

NEW FILINGS

AMENDMENTS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

REGISTRATION/QUALIFICATION

- Annual Report
- Fictitious Name

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

00 AUG - 8 PM 12:43

RECEIVED

Examiner's Initials

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Park Operating GP, LLC
(Name of foreign limited liability company)
2. Texas
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-2890545
(FEI number, if applicable)
4. July 27, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Date of filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 10711 Preston Road, Suite 250, Dallas, Texas 75230
(Street address of principal office)

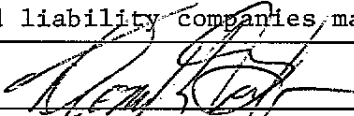
8. If limited liability company is a manager-managed company, check here

9. The usual business addresses of the managing members or managers are as follows:

<u>Thomas R. Baker</u>	<u>10711 Preston Road, Suite 250, Dallas, Texas 75230</u>
<u>Jim Moncrief</u>	<u>10711 Preston Road, Suite 250, Dallas, Texas 75230</u>
<u>Rick Allen</u>	<u>10711 Preston Road, Suite 250, Dallas, Texas 75230</u>

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: all lawful business
for which limited liability companies may be organized in Florida


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Thomas R. Baker
Typed or printed name of signee

DISSOLVED
2000 AUG -8 PM 3:15
CORPORATIONS

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -8 PM 3:15

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Park Operating GP, LLC

2. The name and the Florida street address of the registered agent and office are:

CAPITOL CORPORATE SERVICES, INC.

(Name)

1333 DUVAL ST

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32303

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Cherry M Roberts
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -8 PM 3:15

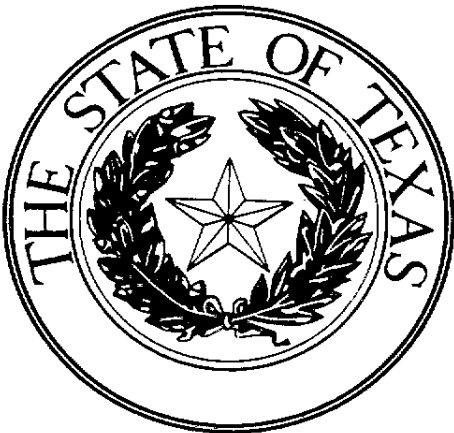
The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Organization of

PARK OPERATING GP, LLC
File No. 7072304-22

were filed in this office and a certificate of organization was issued to this limited liability company, and no certificate of dissolution is in effect and the company is currently in existence.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 4, 2000.

Elton Bomer
Secretary of State

BAM