MOC 170 THE WOODLANDS, TEXAS 77380

BOARD CERTIFIED ESTATE PLANNING & PROBATE LAW TEXAS BOARD OF LEGAL SPECIALIZATION (281) 362-9909 FAX (281) 298-6001 ddossey@yahoo.com

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August 10, 2000

Tammi Cline Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

> Re: Matthews, Matson & Kelley, Ltd., a Texas Limited Partnership Registration of Foreign Limited Partnership

Dear Ms. Cline,

Pursuant to your letter of July 10, 2000 (a copy of which is attached), please find enclosed the "Application by Foreign Limited Liability Company for Authorization to Fransact Business in Florida," "Certificate of Designation of Registered Agent/Registered Office" and "Certificate of Existence" for 8866 Management, LLC, a Texas Limited Liability Company and General Partner of Matthews, Matson & Kelley, Ltd., a Texas Limited Partnership

I am also enclosing a check in the amount of \$125.00 as the filing fee. If you need any additional information, or have any questions, please contact our office.

incere William E. Harri

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WEH/

Enclosure: Check #4162



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 10, 2000

WILLIAM E. HARRISON DALE A. DOSSEY 25025 I-45 NORTH, SUITE 320 THE WOODLANDS, TX 77380

SUBJECT: MATTHEWS, MATSON & KELLEY, LTD. Ref. Number: W00000013307

We have received your document for MATTHEWS, MATSON & KELLEY, LTD. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline Document Specialist

Letter Number: 000A00037846

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

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

1. 8866 MANAGEMENT, LLC		- 44	
(Name of foreign limited liability company)			
2. TEXAS (Jurisdiction under the law of which foreign limited liability company is organized) 3. 76-0624936 (FEI number, if applicable))	1	
4. <u>OCTOBER 18, 1999</u> (Date of Organization) 5. <u>PERPETUAL</u> (Duration: Year limited liability compan exist or "perpetual")	y will cease to		• * 7 =
6 (Date first fransacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.	<u>.)</u>	· 1	
7. 8866 GULF FREEWAY, SUITE 540		1 1	
HOUSTON, TEXAS 77017 (Street address of principal office)	SE B		51 - 15.
8. If limited liability company is a manager-managed company, check here	AUG 2 ECRETA		÷ .
9. The usual business addresses of the managing members or managers are as follows:	RY OF S	LED	
BEV C. MATSON			
8866 GULF FREEWAY, SUITE 540			· · · ·
HOUSTON, TEXAS 77017		ے۔ 	
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official har	ving custody of re	cords in	jr ≢ aur
10. Atlached is an original certificate of existence, no mais original original certificate is in a fore the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fore translation of the certificate under oath of the translator must be submitted.)	eign language, a		
11. Nature of business or purposes to be conducted or promoted in Florida: <u>MANAGEMEN</u>	T OF	•	۰.
MATTHEWS, MATSON & KELLY, LTD.		• ; :=	.7
alleren	•		
Signature of a member of 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.)	•	-	
BEV C. MATSON		<u>ت</u> .	≈″

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Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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:

8866 MANAGEMENT, LLC

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



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..

(Signature)

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



IT IS HEREBY CERTIFIED that Articles of Organization of

8866 MANAGEMENT, LLC File No. 7057291-22

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 7, 2000.

Elton Bomer DAE Secretary of State