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E-MAIL TO SENDER;

October 3, 2002

MARK M. HOGEWOOD STEPHEN P. LEARA PHILLIP D. CORLEY, JR. MICHAEL J. VELEZIS MATTHEW S. ATKINS KEVIN A. MCNAMEE * HEATHER M. HARVILL MATTHEW D. FRIDY LAURA M. JACKMAN

* LICENSED ALSO IN FLORIDA

800 SHADES CREEK PKWY SUITE 400 BIRMINGHAM, AL 35209

VIA FEDERAL EXPRESS - (859) 245-6051

Registration Section Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

R. DALE WALLACE, JR. J. BIRCH BOWDRE

ALBERT L. JORDAN THOMAS M. EDEN !!!

WILLIAM A. RATLIFF

KIMBERLY R. WEST

MICHAEL J. BRANDT JAMES E. FERGUSON III

CECIL H. MACOY, JR.

GLENN G. WADDELL

LARRY S. LOGSDON

MICHAEL L. JACKSON

WILLIAM B. STEWART JAY H. CLARK

Re:

TST El Paso Management, LLC

Our File No.: 003646-0031

100008205541--8 -10/04/02--01039--010 ****130.00 ****130.00

Dear Sir or Madame:

With regard to the above-referenced entity, please find enclosed the following:

- Original and one copy of Application by Foreign Limited Liability Company; 1.
- Original and one copy of Certificate of Designation of Registered Agent/Registered Office:
 - Certificate of Existence from Texas; and 3.
 - 3. Check in the amount of \$130.00.

I am requesting a Certificate for this entity upon filing. Please note that I am enclosing in the same envelope a related entity (TST El Paso Properties, Ltd.) that needs to be filed directly following the enclosed documents.

If you have any questions, please contact me at (205) 874-0368. I enclose a return federal express for your use in returning the file-stamped documents. I appreciate your assistance.

Deanna K. Hartley

Paralegal to Michael J. Brandt

/dkh

Enclosures

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.	TST EL PASO MANAGEMENT, LLC
	(Name of foreign limited liability company)
2.	
	Texas (Jurisdiction under the law of which foreign limited liability company is organized) 3
4.	December 4, 1997 5. December 4, 2047
•	(Date of Organization) 5. December 4, 2047 (Duration: Year limited liability company will consist a
	exist or "perpetual")
6.	
	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7.	800 Shades Creek Parkway, Suite 585
	Birmingham, Alabama 35209
	(Street address of principal office)
	· · · · · · · · · · · · · · · · · · ·
8.	If limited liability company is a manager-managed company, check here
9.	The name and usual business addresses of the managing members or managers are as follows:
	Rance M. Sanders, 800 Shades Creek Parkway, Suite 585, Birmingham, Alabama 35209
	The second secon
10	Attrophed is an animal and Sauta Control
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.)
	addistration of the certificate under call of the translator must be submitted.)
11.	Nature of business or purposes to be conducted or promoted in Florida: real estate management
	real estate management
_	
	Jan Manha
	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 armination under the penalties of perjury that the facts stated herein are true.)
	RANCE M. SANDERS
	Typed or printed name of signee
	Typed of printed name of signee
	Pin Of

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:
	TST EL PASO MANAGEMENT, LLC
2.	The name and the Florida street address of the registered agent and office are:
	CT Corporation System
	(Name)
	\$ 14 QXY 1
	1200 South Pine Island Road
	Florida street address (P.O. Box NOT ACCEPTABLE)
	Plantation _{FL} 33324
	(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.

Dale W. MORRIS

ASSISTANT VICE PRESIDENT

(Signature)

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

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



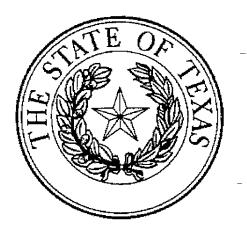
Gwyn Shea Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Organization for TST EL PASO MANAGEMENT, LLC (filing number: 703174122), a Domestic Limited Liability Company (LLC), was filed in this office on December 04, 1997.

It is further certified that the entity status in Texas is active.

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 September 27, 2002.



Gwyn Shea
Secretary of State