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(Re	questor's Name)	
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PICK-UP	WAIT	MAIL MAIL
(Bu	siness Entity Name	>)
(Do	cument Number)	
Certified Copies	_ Certificates o	of Status
Special Instructions to	Filing Officer:	1
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CT CORPORATION SYSTEM

November 22, 2002

Secretary of State, Florida 409 East Gaines Street N/A Tallahassee FL 32399 02 NOV 22 PM 1: 35
SECRETARY OF STAIL

Re: Order #: 85669928 WO

Customer Reference 1: 557835 Customer Reference 2: 605002

Dear Secretary of State, Florida:

Please file the attached:

Charity Regional Managers, LLC (TX)
Registration
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland Fulfillment Specialist Melanie_Strickland@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

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.	Charity Regional Managers, LLC				
	(Name of foreign limited liability company)				
2.	Texas 3, 74-3056987				
	(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)				
4.	August 13, 2002 5 Perpetual				
	(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")				
6.	Upon Qualification				
	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	***			
7.	3617 Branchwood Drive, Plano, Texas 75093				
	(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:					
	Harold N. McKinney, Manager, 3617 Branchwood Drive, Plano, Texas 75093				
	E. David Furlow, Manager, 3617 Branchwood Drive, Plano, Texas 75093				
	Stephen B. Yeager, Manager, 3617 Branchwood Drive, Plano, Texas 75093	5			
	OF ST				
the	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of receiptrice jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a inslation of the certificate under oath of the translator must be submitted.)	ords i			
11	. Nature of business or purposes to be conducted or promoted in Florida: Provides management and				
	consulting services to charitable and non-profit/organizations.				
	100 B				
	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.)

Stephen B. Yeager, Vice President & General Counsel

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:

Charity Regional Managers, LLC	
2. The name and the Florida street address of the registered agent and office are:	O2 NOV SECRETA TALLAHA
C T Corporation System	
(Name)	ARY SSE
c/o C T Corporation System, 1200 South Pine Island Road	F B M
Florida street address (P.O. Box NOT ACCEPTABLE)	I:35
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.

C T Corporation System

Michael E. Jones
Assistant Secretary

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

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



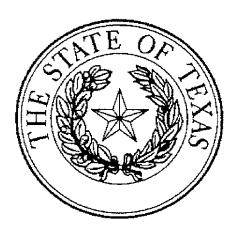
Gwyn Shea Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for Charity Regional Managers, LLC (filing number: 800111258), a Domestic Limited Liability Company (LLC), was filed in this office on August 13, 2002.

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 November 07, 2002.



Gwyn Shea Secretary of State

Luyn Shea