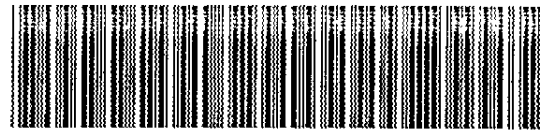


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FILED

03 APR 28 AM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



200016786122

04/28/03--01065--004 **160.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

AL

Manhattan Capital Company, LLC
5601 S. 122nd East Ave.
Tulsa, OK 74146

FILED
03 APR 28 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 22, 2003
Check to: FL Department of State

Registration Section
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Division of Corporations:

Enclosed is our Application by Foreign Limited Liability Company.
We have enclosed a check in the amount of \$160.00 for the fees due as follows:

100.00	filing fee for application
25.00	Designation of Registered Agent
30.00	Certified Copy
5.00	Certificate of Status

160.00	Total
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Also attached Certificate of Existence from Texas, state of organization.

Please address the acknowledgment to:

Jim Lawson
Manhattan Construction Company
5601 S. 122nd East Ave.
Tulsa, OK 74146

Sincerely,

MANHATTAN CONSTRUCTION COMPANY, LLC

Ray Brown

Ray Brown, contact person
Asst. Controller
918-878-3341

FILED
03 APR 28 AM 11:00

**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. Manhattan Capital Company, LLC
(Name of foreign limited liability company)
2. Texas 3. n/a
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number, if applicable)
4. 9-24-2002 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. not yet started
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5601 S. 122nd East Ave. , Tulsa, OK 74146
(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:

Jim Lawson, 5601 S. 122nd East Ave. , Tulsa, OK 74146

Ted Hudgins, 2126 DeFours Ferry Rd. NW, Atlanta, GA 30318

John Dixon, 6300 North Central Expwy. , Dallas, TX 75206

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: General partner in

Manhattan Construction Company, L.P. , which is a General Contractor

Jim Lawson
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.)

Jim Lawson

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

03 APR 28 AM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Manhattan Capital Company, LLC

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

C T Corporation System

(Name)

c/o C T Corporation System, 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..

C T Corporation System


(Signature)

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

160.00

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



Gwyn Shea
Secretary of State

Office of the Secretary of State

FILED
03 APR 28 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for Manhattan Capital Company, LLC (filing number: 800126040), a Domestic Limited Liability Company (LLC), was filed in this office on September 24, 2002.

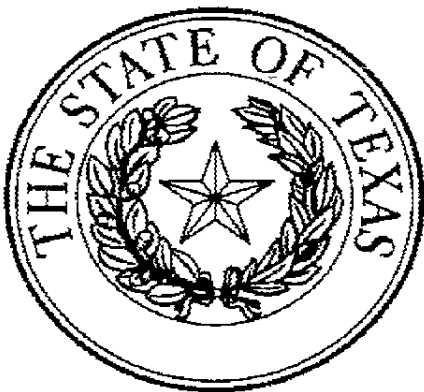
It is further certified that the entity status in Texas is active.

It is further certified that our records indicate L.F. ROONEY as the designated registered agent for the above named corporation and the designated registered office for said corporation is as follows:

6300 NORTH CENTRAL EXPRESSWAY

DALLAS, TX - 75206 USA

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 March 17, 2003.



Gwyn Shea

Gwyn Shea
Secretary of state



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
CAROLE KEETON STRAYHORN • COMPTROLLER • AUSTIN, TEXAS 78774

March 11, 2003

CERTIFICATE OF ACCOUNT STATUS

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Carole Keeton Strayhorn, Comptroller of Public Accounts of the State of Texas,
DO HEREBY CERTIFY that according to the records of this office

MANHATTAN CAPITAL COMPANY LLC

is, as of this date, in good standing with this office having no franchise tax
reports or payments due at this time. This certificate is valid through the date
that the next franchise tax report will be due December 22, 2003.

This certificate does not make a representation as to the status of the
corporation's Certificate of Authority, if any, with the Texas Secretary of State.

This certificate is valid for the purpose of conversion when the converted entity
is subject to franchise tax as required by law. This certificate is not valid for
the purpose of dissolution, merger, or withdrawal.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 11th day of
March, 2003 A.D.

Carole Keeton Strayhorn
Texas Comptroller

Taxpayer number: 32008328539
File number: 0800126040

Form 05-304 (Rev. 02-03/14)