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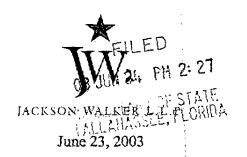


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ATTORNEYS & COUNSELORS
100 Congress Avenue, Suite 1100
Austin, Texas 78701
(512) 236-2000 • fax (512) 236-2002
www.jw.com



Bradley S. Knippa (512) 236-2284 bknippa@jw.com

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations Registration Department 409 East Gaines Street Tallahassee, Florida 32399

Re: TWB General Partner, LLC (the "Company") and TWB Ventures, Ltd. (the "Partnership")

Dear Sir or Madam:

Enclosed please find the following documents:

- 1. Application by the Company for Authorization to Transact Business in Florida;
- 2. Certificate of Designation by the Company of Registered Agent/Registered Office;
- 3. an original Certificate of Existence for the Company from the Texas Secretary of State;
- 4. a check made payable to the Florida Department of State in the amount of \$125.00 representing the \$100.00 filing fee for the Company's Application and \$25.00 filing fee for the Company's Designation of Registered Agent;
- 5. Application by the Partnership for Authorization to Transact Business in Florida;
- 6. Affidavit of Capital Contributions for the Partnership; and
- 7. a check made payable to the Florida Department of State in the amount of \$1,785.00 representing the \$1,750.00 filing fee for the Partnership's Application and \$35.00 filing fee for the Partnership's Designation of Registered Agent.

Austin Dallas Fort Worth Houston Richardson San Angelo San Antonio Please file the Application and Certificate for the Company <u>before</u> filing the Application and Affidavit for the Partnership, and forward an acknowledgement letter to my attention confirming the above-referenced documents have been duly filed.

Florida Department of State June 23, 2003 Page 2

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03 JUN 34 PM 2: 27

If you have any questions, please do not hesitate to contact me at the number.listedF STATE above.

Sincerely,

Brolly 8. Kerppa

Bradley S. Knippa

BSK/blk

Enclosures

cc: Gaylon Boyd (w/o enclosures)

Jerry Baird (w/o enclosures)

Patrick Tobin (Firm)(w/o enclosures)

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

FILED

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:

FWB General Partner, LLC (Name of foreign limited liability company)			TALLATIA
. (Name of foreig	zu mme	a naonny company)	
exas	3.	36-4528419	,
liction under the law of which foreign limited liability company is organized)		(FEI n	umber, if applicable)
pril 15, 2003	_ 5	Perpetual	
(Date of Organization)		`	mited liability company will cease to st or "perpetual")
	Novem	nber 1, 2003	
(Date first transacted business in Floric	ia. See se	ection 608.501, 605.	502, and 817.155, F.S.)
3821 Ju	miper T	Frace, Suite 108	;
Δn	ıstin. T	exas 78738	· · · · · · · · · · · · · · · · · · ·
****		f principal office.)	,
e name and usual business addresses of t	he man	aging members o	r manager are as follows:
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e name and usual business addresses of t	he man	aging members o	r manager are as follows:
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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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03 JUN 24 PM 2: 27 PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING: STATE STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT WITHE, FLORIDA STATE OF FLORIDA.

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agent and office are:
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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 statues 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)

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

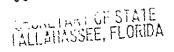


Office of the Secretary of State

Gwyn Shea Secretary of State

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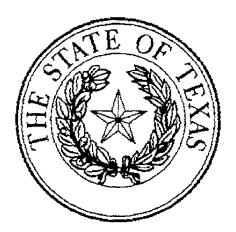
03 JUN 34 PH 2: 27



The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for TWB General Partner, LLC (filing number: 800194342), a Domestic Limited Liability Company (LLC), was filed in this office on April 15, 2003.

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 June 12, 2003.



Gwyn Shea Secretary of State