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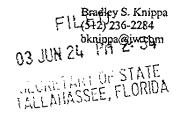
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ATTORNEYS & COUNSELORS
100 Congress Avenue, Suite 1100
Austin, Texas 78701
(512) 236-2000 • fax (512) 236-2002
www.jw.com





VIA FEDERAL EXPRESS

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

Re: JWB General Partner, LLC (the "Company") and JWB 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.

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.

Austin Dallas Fort Worth Houston Richardson San Angelo San Antonio Florida Department of State
June 23, 2003
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If you have any questions, please do not hesitate to contact me at the number listed above.

Sincerely,

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

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. JWB General Partner, LLC (Name of foreign limited liability company) 56-2305198 Texas (Jurisdiction under the law of which foreign limited (FEI number, if applicable) liability company is organized) **December 4, 2002** 5. Perpetual (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") November 1, 2003 (Date first transacted business in Florida, See section 608.501, 605.502, and 817.155, F.S.) 3821 Juniper Trace, Suite 108 Austin, Texas 78738 (Street address of principal office.) If limited liability company is a manger-managed company, check here 9. The name and usual business addresses of the managing members or manager are as follows: Gregory L. Feste, 3821 Juniper Trace, Suite 108, Austin, Texas 78738 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody or 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: Management Company Signature of a member or an authorized representative of a member (In accordance with section 608.108(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gregory L. Feste
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507. FLORIDA STATUTES TATE THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOULOWING ORIDA STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

١.	The na	me of the	Lim	nited Lia	bility (Company	is:		{				
JW	/B Gene	ral Part	ner,	LLC					<u> </u>				
2.	The na	ime and	the	Florida	street	address	of t	he	registered	agent	and	office	are:
						Bra	d Syl	<u>ces</u>					
						(1)	(ame			1			
										t 1			
				701	8 A.C	. Skinne	r Par	kv	ay, Suite	250			
				Floric	la street	address (P	.O. Bo	x <u>1</u>	<u>OT</u> ACCEPT	ABLE)			
										(
					Jack	ksonville	, Flo	rid	a 32256	}			
							State/7				-	T 1711	

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)

338697151

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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The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for JWB General Partner, LLC (filing number: 800149500), a Domestic Limited

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

Liability Company (LLC), was filed in this office on December 09, 2002.

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