



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

8125 DELMAR BLVD.

ST. LOUIS, MO 63130

314.862.2008

FAX 314.862.0206

M97000000396

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June 27, 1997

Florida Dept. of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

500002227825--8

-07/01/97--01068--001

*****293.75 *****293.75

Dear Sir or Madam:

Enclosed is our application for foreign limited liability company authorization to transact business in Florida. We also enclose our check #5018 in the amount of \$293.75 to cover the costs of filing fee, designation of registered agent and fee for a certificate of status.

Thank you for your prompt attention to this matter. Questions regarding the enclosed application can be directed to my attention at the above address or at 314-862-4990, ext. 114. Please note that all correspondence regarding the enclosed should be directed to my attention at the above address.

Sincerely,

Kay A. Ripley

Kay A. Ripley

Controller, TBG Development, LLC

Authorized Representative of Members

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Enclosures: [2]

Name	
Availability	KWM
Document	
Examiner	KWM
Editor	KWM
Editor	
Verifier	KWM
Sign-off	KWM
Sign-off	KWM

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:

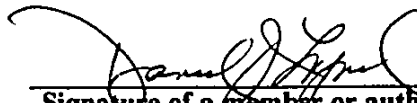
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MG R
~~Partner~~

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
_____ TBG Development, LLC _____ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ -0-
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ -0-
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ -0-



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Filing Fee: \$250.00 for Application and Affidavit

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

TBG Development, LLC

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

Daniel J. Lynch

(Name)

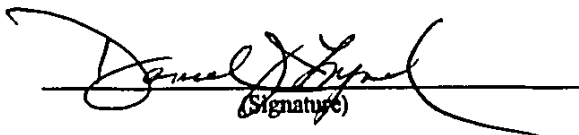
601 East Rollins Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Orlando, FL 32803

(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.


(Signature)

June 27, 1997

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF GOOD STANDING
LIMITED LIABILITY COMPANY

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE
OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE
AND IN MY CARE AND CUSTODY REVEAL THAT
TBG DEVELOPMENT, L.L.C.

WAS FILED IN THIS OFFICE ON THE 13TH DAY OF MAY, 1996,
BECAME EFFECTIVE ON THE 13TH DAY OF MAY, 1996, AND IS IN
GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS
OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
13TH DAY OF JUNE, 1997.


Secretary of State

