



THE UNITED STATES  
CORPORATION  
COMPANY

M97000000545

ACCOUNT NO. : 072100000032

REFERENCE : 492948 4335022

AUTHORIZATION : *Patricia P.*

COST LIMIT : \$ 285

ORDER DATE : August 11, 1997

ORDER TIME : 11:47 AM

ORDER NO. : 492948-005

CUSTOMER NO: 4335022

CUSTOMER: Susan Mitchell, Legal Asst  
Bracewell & Patterson  
500 N. Akard Street  
Lincoln Plz., Suite 4000  
Dallas, TX 75201-3387

900002265139--3

FOREIGN FILINGS

NAME: FCH/SH LEASING, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 12 PM 1:17

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97 AUG 12 PM 2:43  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 12, 1997

CHRISTOPHER SMITH  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: FCH/SH LEASING, L.L.C.  
Ref. Number: W97000018612

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for FCH/SH LEASING, L.L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

In addition to the Application and the Certificate, we must obtain a completed AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS. Please use the attached form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 997A00040858

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DIVISION OF CORPORATIONS  
97 AUG 12 PM 1:17

RECEIVED  
97 AUG 25 11:11 AM  
DIVISION OF CORPORATIONS

**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. FCH/SH LEASING, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware 3. 75-2712398  
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)
4. 6/17/97 5. until December 31, 2037  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. upon acceptance of this application  
(Date first transacted business in Florida.)
7. 545 E. John Carpenter Freeway #1300  
Irving, Texas 75062  
(Street address of principal office)
8. C T CORPORATION SYSTEM  
(Name of the registered agent of foreign limited liability company)
9. c/o C T CORPORATION SYSTEM, 1200 South Pine Island Road,  
Plantation, Florida 33324  
(Address of the required office of foreign limited liability company)
10. Name(s) and business address(es) of ~~managing member(s)~~ or manager(s) who will manage the foreign limited liability company in Florida: (attach additional page if necessary)
- |                                      |                                      |
|--------------------------------------|--------------------------------------|
| <u>Thomas J. Corcoran, Jr.</u>       | <u>Hervey A. Feldman</u>             |
| <u>545 E. John Carpenter Freewy.</u> | <u>545 E. John Carpenter Freewy.</u> |
| <u>Suite 1300</u>                    | <u>Suite 1300</u>                    |
| <u>Irving, Texas 75062</u>           | <u>Irving, Texas 75062</u>           |

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97 AUG 27 PM 1:17

Lawrence D. Robinson

545 E. John Carpenter

Suite 1300

Irving, Texas 75062

August 8, 1997  
(Date)

William S. McCalmont

545 E. John Carpenter

Suite 1300

Irving, Texas 75062

Lawrence D. Robinson  
(Signature of Authorized Person)

Lawrence D. Robinson, Manager

#### REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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.

C T Corporation System

By: Connie Bryan

(Signature)

CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY

(Type Name of Officer)

(Title of Officer)

August 12, 1997  
(Date)

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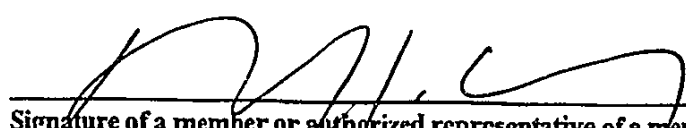
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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of FCH/SH Leasing, L.L.C.  
deposes and says:

- 1) the above named limited liability company has only one member.
- 2) the total amount of cash contributed by the member is \$ 1,000
- 3) if any, the agreed value of property other than cash contributed by member 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 is \$ 1,000  
This total includes amounts from 2 and 3 above
- 5) the total amount of cash or property anticipated to be contributed by member is \$ 1,000

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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.)

Thomas J. Corcoran, Jr., President and Manager  
of DJONT Operations, L.L.C., Sole Member of  
FCH/SH Leasing, L.L.C.

Filing Fee: \$250.00 for Application and Affidavit

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FCH/SH LEASING, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF AUGUST, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 12 PM 1:17



*Edward J. Freel*

Edward J. Freel, Secretary of State

2763559 8300

971267362

AUTHENTICATION:

8600005

DATE:

08-11-97