

File 1st  
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REFERENCE:

0158.2765

DATE:

6-9-98

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

Midas Rex Management LLC

STATE FEES PREPAID WITH CHECK # 2619

FOR \$ 285.00

700002553737--7

-06/10/98--01001--003

\*\*\*285.00 \*\*\*285.00

PLEASE FILE:

( ) ARTICLES OF INC.

( ) AMENDMENT

( ) DISSOLUTION

( ) ANNUAL REPORT

( ) MERGER

( ) WITHDRAWAL

( ) QUALIFICATION

( ) LIMITED PARTNERSHIP ( ) ANNUAL REPORT

( ) FICTITIOUS NAME

(X) LIMITED LIABILITY

( ) REINSTATEMENT

( ) TRADEMARK/SERVICE

( ) UCC-1

( ) UCC-3

PROVIDE US WITH:

( ) CERTIFIED COPY

( ) CERTIFICATE OF STATUS

(X) STAMPED COPY

Examiner's Initials

RECEIVED  
98 JUN -9 PM 3:15  
DIVISION OF CORPORATION  
BKC  
6/9/98

# 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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 5 PM 1:00

1. Midas Rex Management LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if so contained in the name at present.)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-2256932  
(FEI number, if applicable)
4. February 27, 1998  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3001 Race Street  
Fort Worth, TX 76111  
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Dr. Jane M. Mitchell</u>	<u>MGR</u>	<u>Dr. Glen B. Mitchell</u>	<u>MGR</u>
<u>3001 Race Street</u>		<u>3000 Race Street</u>	
<u>Ft. Worth, TX 76111</u>		<u>Ft. Worth, TX 76111</u>	
<u>Stephen A. Koffler</u>	<u>MGR</u>		
<u>11755 Wilshire Blvd., Suite 2370</u>			
<u>Los Angeles, CA 90025</u>			
<u>Erik Persson</u>	<u>MGR</u>		
<u>3000 Race Street</u>			
<u>Fort Worth, TX 76111</u>			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**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  
TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF  
FLORIDA.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 14 1998 PM 4:00

1. The name of the Limited Liability Company is:

Midas Rex Management LLC

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

NRAI Services, Inc.

(Name)

526 E. Park Avenue

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

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.*

see attached

(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN -9 PM 4:00

The undersigned member or authorized representative of a member of Midas Rex  
Management LLC certifies:

- 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 \$ 700,000.;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 700,000.  
(This total includes amounts from 2 and 3 above.)

Jane Mitchell  
**Signature of a member or an 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.)

Dr. Jane M. Mitchell

Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

(Untitled)

Attachment to Affidavit of Membership

Midas Rex Management LLC

- 3) Interest  
in Midas Rex, L.P.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -9 PM 4: 00

**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, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -9 PM 4:00

1. The name of the limited liability company is: \_\_\_\_\_

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

\_\_\_\_\_  
NRAI SERVICES, INC.

\_\_\_\_\_  
(Name)

\_\_\_\_\_  
526 E. Park Avenue

\_\_\_\_\_  
(P.O. Box not acceptable)

\_\_\_\_\_  
Tallahassee, Florida 32301

\_\_\_\_\_  
(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.*

By: \_\_\_\_\_

*C. Baclet*

\_\_\_\_\_  
(Signature)

C. Baclet, Vice President

\_\_\_\_\_  
6-9-98

\_\_\_\_\_  
(Date)

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 "MIDAS REX MANAGEMENT LLC" 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 TWENTY-EIGHTH DAY OF MAY, A.D. 1998.

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -9 PM 4:00



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2864616 8300  
981203978

AUTHENTICATION: 9105812  
DATE: 05-28-98