



THE UNITED STATES
CORPORATION
COMPANY

M980000000887

ACCOUNT NO. : 072100000032

REFERENCE : 927290 4347123

AUTHORIZATION :

COST LIMIT : \$ 285.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 AM 10:19

ORDER DATE : August 13, 1998

ORDER TIME : 4:03 PM

ORDER NO. : 927290-015

CUSTOMER NO: 4347123

CUSTOMER: Cheryl Keller, Paralegal
Mayer Brown & Platt
Suite 6500
2000 Pennsylvania Avenue, N.w.
Washington, DC 20006

600002616886--8

FOREIGN FILINGS

NAME: TAMPA KPT LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

RECEIVED
98 AUG 14 PM 4:16
DIVISION OF CORPORATION

(5)

nr
8/14/98

**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:*

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1. **TAMPA KPT LLC**

(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. Please note: "L.L.C." is not an acceptable suffix in Florida.)

2. **Delaware**

(Jurisdiction under the law of which foreign limited liability company is organized)

3. **Applied For**

(FEI number, if applicable)

4. **August 10, 1998**

(Date of Organization)

5. **December 31, 2097**

(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. **11000 Regency Parkway, East Tower, Suite 300, Cary, North Carolina 27511**

(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:

FAC Tampa Formation, Inc. MGRM

11000 Regency Parkway

East Tower, Suite 300

Cary, North Carolina 27511

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

The undersigned member or authorized representative of a member of TAMPA KPT 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 \$ approximately \$50,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ None . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ approximately . This total includes amounts from 2 and 3 above.
\$50,000



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.)

**C. Cammack Morton, President of FAC Tampa Formation, Inc.,
Manager**

**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, 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.

1. The name of the limited liability company is: TAMPA KPT LLC

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

Corporation Service Company

(Name)

1201 Hays Street

(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: Matthew F. Johnson

(Signature)

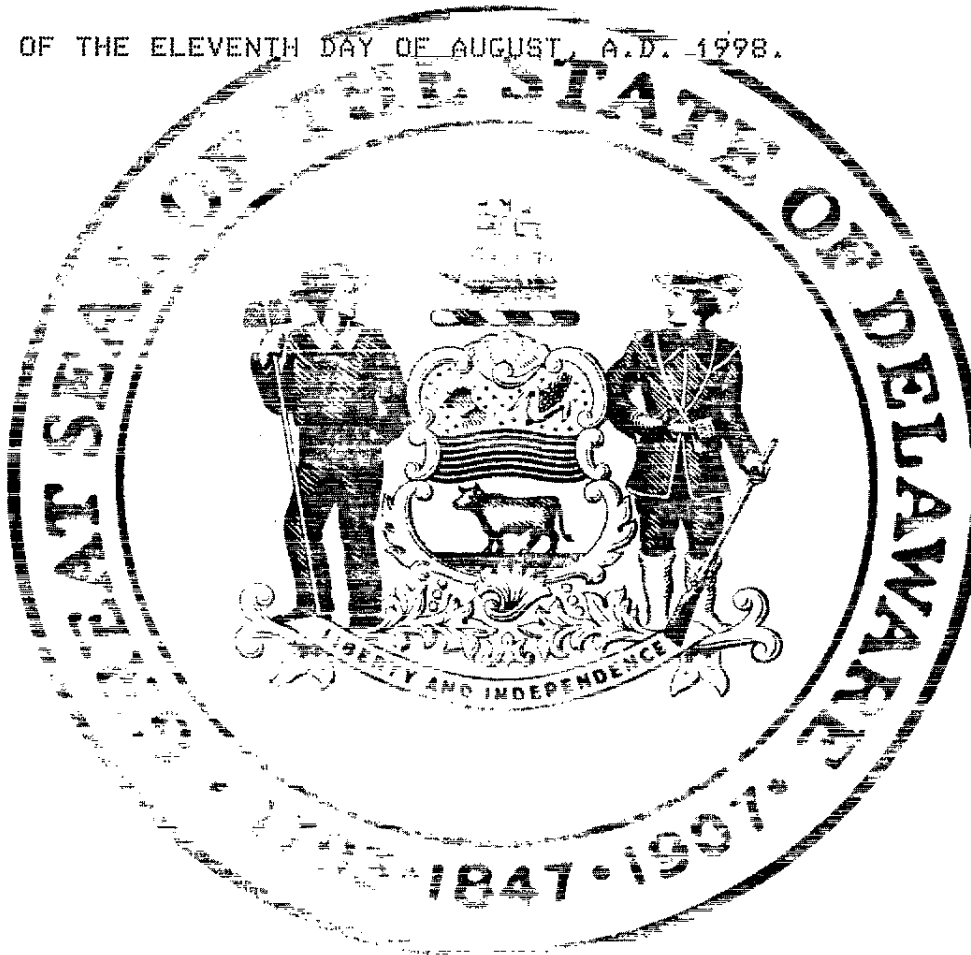
8/13/98

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TAMPA KPT 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 ELEVENTH DAY OF AUGUST, A.D. 1998.



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Edward J. Freel

Edward J. Freel, Secretary of State 9246175

AUTHENTICATION:

08-11-98

DATE: