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BELLINGER & DeWOLF

A REGISTERED LIMITED LIABILITY PARTNERSHIP  
ATTORNEYS AND COUNSELORS  
750 N. ST. PAUL STREET, SUITE 900  
DALLAS, TEXAS 75201  
(214) 954-9540

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(214) 954-9541

November 14, 1998

VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

000002690150--4  
-11/18/98--01008--008  
\*\*\*\*346.25 \*\*\*\*346.25

Attn: Diane Cushing

RE: Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida  
for Technoservices, L.L.C., a Texas limited liability company (the "Company")

Dear Diane:

Enclosed please find the following which are hereby submitted to register the above referenced Company to  
transact business in Florida.:

- (1) "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida"  
and the attached "Certificate of Existence" (collectively, the "Application");
- (2) "Affidavit of Membership and Contributions of Foreign Limited Liability Company";
- (3) "Certificate of Designation of Registered Agent/Registered Office".

Also, enclosed is a check in the total amount of \$346.25, of which \$250.00 represents the filing fee for the  
Application and Affidavit, \$35.00 represents the fee for designation of registered agent, \$8.75 represents the fee for one  
certificate of status and \$52.50 represents the fee for one certified copy of the certificate of status.

Immediately upon filing the Application, please return all correspondence concerning this matter, including  
evidence of filing the Application and the certificate of status to the following:

Walter A. Suberg, Esq.  
Bellinger & DeWolf, L.L.P.  
750 N. St. Paul, Suite 900  
Dallas, Texas 75201

Enclosed please find a self-addressed Federal Express envelope for your convenience.

As always, thank you for your assistance, and if you have any questions concerning this matter, please contact  
me at (214) 954-9540.

Sincerely yours,

BELLINGER & DEWOLF, L.L.P.

By: Dianna L. Thomas, Paralegal

C. TAX	
FILING	285.00
SECRETARY OF STATE	
RECEIPT FEE	61.25
N. L. L. C.	
BALANCE DUE	
REFUND	

Name	11/18/98
Availability	OK
Document	DCC
Signature	DCC
Power	DCC
Delivery	DCC
Indorsement	DCC
Signature	DCC

E:\Cumberland\Techno\Incorporation sos FL\tr.wpd

cc: Mr. Bradford B. Beck (w/enc: via facsimile 214-891-8180)

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# 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:

1. Technoservices, L.L.C., a Texas limited liability company  
(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. Texas  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-2734207  
(FEI number, if applicable)
4. October 28, 1997  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Anticipated to be December, 1998  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 8080 North Central Expressway, Suite 650, Dallas, Texas 75206  
(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:
Cumberland Allegiance Management Company, L.L.C.	Manager		
8080 North Central Expressway			
Suite 650			
Dallas, Texas 75206			

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.)


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 98 NOV 17 PM 2:30  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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

The undersigned member or authorized representative of a member of Technoservices, L.L.C.,  
a Texas limited liability company certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
(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  
(This total includes amounts from 2 and 3 above.)

Cumberland Allegiance  
Management Company, L.L.C.

By   
Bradford B. Beck, President

**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.)

Bradford B. Beck, President

Typed or printed name of signee

FILED  
98 NOV 17 PM 2:30  
\$ 1,000.00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. The name of the Limited Liability Company is:

Technoservices, L.L.C., a Texas limited liability company

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation FL 33324

City/State/Zip

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

Randy A. Shelley

(Signature)

**RANDY A. SHELLEY**

**SPECIAL ASSISTANT SECRETARY**

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



# The State of Texas

SECRETARY OF STATE

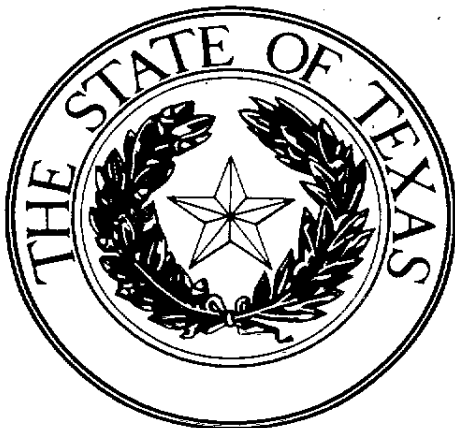
IT IS HEREBY CERTIFIED that  
Articles of Organization of

TECHNOSERVICES, L.L.C.  
File No. 7030395-22

were filed in this office and a certificate of organization was issued to this limited liability company, and no certificate of dissolution is in effect and the company is currently in existence.

FILED  
98 NOV 17 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on November 6, 1998.*



*Alberto R. Gonzales*

DLM

Alberto R. Gonzales  
Secretary of State