

m98000001618



Mills Electrical Contractors

Total Quality, Continuous Improvement

12/7/98

Florida Department of State

Enclosed are 2 sets of registration documents and 2 checks

General Partner- Mills Management LLC

600002709366--6

-12/11/98-01047-003

****346.25 ****346.25

Check for \$250.00 Filing fee Application
And Affidavit
\$ 35.00 Registered Agent
\$ 52.50 Certified Copy
\$ 8.75 Certificate of Status
\$346.25

Limited Partnership- Mills Electric LP

Check for \$ 52.50 Filing Fee Application
And Affidavit
\$ 35.00 Registered Agent
\$ 52.50 Certified Copy
\$ 8.75 Certified under seal
\$ 148.75

Thank you!!

Karla E. Freeze
Controller

(214) 956-0650 direct

(214) 357-4300 main line and have me paged

| | |
|-----------------|---|
| Name | |
| Availability | Please send acknowledgement to my attention at: |
| Document | Mills Electrical Contractors |
| Examiner | P.O. Box 59186 |
| | Dallas, TX 75229 |
| Updater | |
| Updater | |
| Verifier | |
| Acknowledgement | DCC |
| V. P. Verifier | DCC |

FILED
98 DEC 29 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m98000001618

w980000028299



Mills Electrical Contractors

Total Quality, Continuous Improvement

12/28/98

re: letter #

398 A00059502

598 A00059502

Diane Cushing
Florida Dept. of State
Division of Corporations

Dear Ms. Cushing,

Enclosed find the resolution form needed to register our business. I am also trying to set up through the Contractor's board in your state and need to get the Certificate of Status as soon as it is ready. Could you FedEx it to me when ready (using our fed-x #)?

Call if so - Thank you!

Karla & Frey

Controller

214-956-0650 direct

or 214-357-4300 main



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1998

KARLA E. FREEZE
MILLS ELECTRICAL CONTRACTORS
P.O. BOX 59186
DALLAS, TX 75229

SUBJECT: MILLS MANAGEMENT LLC
Ref. Number: W98000028299

We have received your document for MILLS MANAGEMENT LLC and your check(s) totaling \$346.25. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 398A00059502

RESOLUTION OF MANAGING MEMBERS OR MANAGERS

I, the undersigned Tim Cummings, Exec. V.P.
(Name)

do hereby certify that this Resolution of the Managing Members or Managers of

Mills Management LLC
(Name of Limited Liability Company)

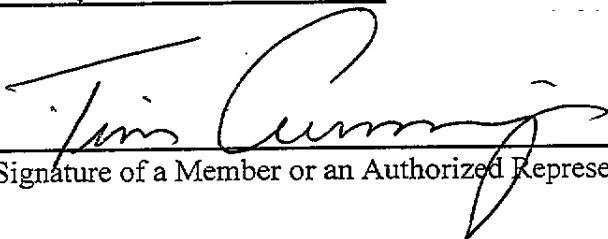
a limited liability company duly organized and existing under the laws of the State of

Arizona, was duly adopted on 4/28, 1998.

Be it resolved, that Mills Management LLC
(Name of Limited Liability Company)

organized and existing in the state of Arizona, hereby adopts the
name of Mills Management of Florida, LLC for use in Florida.

Dated: 12/28/98


Signature of a Member or an Authorized Representative of a Member

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98 DEC 29 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Mills Management 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.)
2. Arizona
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2095982
(FEI number, if applicable)
4. April 28, 1998
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. not yet
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2535 Walnut Hill Lane
Dallas TX 75229
(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>MILLS ELECTRICAL</u> <u>CONTRACTORS, INC</u> <u>2535 WALNUTHILL LN.</u> <u>DALLAS TX 75229</u> | <u>MGRM</u> | <u>Jon Pollock</u> <u>CEO</u> <u>515 Post Oak Blvd #450</u> <u>Houston TX 77027</u> | <u>MGR</u> |
| <u>Tim Cummings</u> <u>EXEC V.P.</u> <u>2535 Walnut Hill</u> <u>DALLAS TX 75229</u> | <u>MGR</u> | <u>Jim Wise</u> <u>Asst. Treas.</u> <u>515 Post Oak Blvd #450</u> <u>Houston TX 77027</u> | <u>MGR</u> |
| <u>DAN HARPER</u> <u>EXEC V.P.</u> <u>2535 WALNUT HILL</u> <u>DALLAS TX 75229</u> | <u>MGR</u> | <u>Narty Eatenby</u> <u>Secretary</u> <u>2535 Walnut Hill</u> <u>Dallas TX 75229</u> | <u>MGR</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.)

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

The undersigned member or authorized representative of a member of MILLS
MANAGEMENT LLC certifies:

- 1) the above named limited liability company has at least one member; yes
- 2) the total amount of cash contributed by the member(s) is \$ 1000;
- 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.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is 900
(This total includes amounts from 2 and 3 above.)

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900
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tim Cummings
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.)

Tim Cummings

Typed or printed name of signee

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:

MILLS MANAGEMENT LLC

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

Amber Electric, Inc.
(Name)

630 Kissimmee Ave

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

Ocoee

FL

34761

City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

Aura H. Carden
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****MILLS MANAGEMENT LLC.*****

is a limited liability company organized under the laws of the State of Arizona which filed its Articles of Organization in this office on the 28th day of April 1998.

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98 DEC 29 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capitol, this
7th day of December, 1998, A. D.*



Jack Rose
Executive Secretary

BY: *Paula R. Brown*