

00000115281



ACCOUNT NO. : 072100000032

REFERENCE : 935245 4338438

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 78.75

ORDER DATE : December 18, 2000

000003503660--7

ORDER TIME : 10:24 AM

ORDER NO. : 935245-005

CUSTOMER NO: 4338438

CUSTOMER: Mr. Alan C. Duncan  
Ginsberg & Brusilow, P.c.

14785 Preston Road  
Suite 750, Lb 64  
Dallas, TX 75240

DOMESTIC FILING

NAME: GP MAIDSTONE INVESTMENTS, INC.

EFFECTIVE DATE:

FILE FIRST

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP  
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *Joyce Markley* EXT. 1130

EXAMINER'S INITIALS:

00 DEC 18 PM 2:44

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 18 PM 2:44

*J* 12/18/00

**ARTICLES OF INCORPORATION**

**OF**

**GP MAIDSTONE INVESTMENTS, INC.**

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The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**ARTICLE I:** The corporate name for the corporation (hereinafter called the "Corporation") is "GP Maidstone Investments, Inc."

**ARTICLE II:** The street address, wherever located, of the principal office of the Corporation is 5956 Sherry Lane, Suite 1401, Dallas, Texas 75225-8025.

The mailing address, wherever located, of the Corporation is 5956 Sherry Lane, Suite 1401, Dallas, Texas 75225-8025.

**ARTICLE III:** The number of shares that the Corporation is authorized to issue is 1,000,000, all of which are of a par value of \$0.01 each and are of the same class and are Common shares.

**ARTICLE IV:** The street address of the initial registered office of the Corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301-2607.

The name of the initial registered agent of the Corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**ARTICLE V:** The number of directors constituting the initial Board of Directors is one (1). The name and address of the person who is to serve as director until the first annual meeting of the shareholders, or until his successor is elected and qualified, are:

Patrick Richardson  
5956 Sherry Lane, Suite 1401  
Dallas, Texas 75225-8025

**ARTICLE VI:** The name and the address of the sole incorporator are:

Patrick Richardson  
5956 Sherry Lane, Suite 1401  
Dallas, Texas 75225-8025

**ARTICLE VII:** Each share of the Corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of the same class of the Corporation or any equity and/or voting shares of any class of the Corporation which the Corporation proposes to issue or any rights or options which the Corporation proposes to grant for the purchase of such shares.

**ARTICLE VIII:** The purposes for which the Corporation is organized, which shall include the authority of the Corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, are to have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

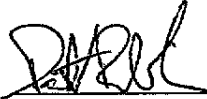
**ARTICLE IX:** The duration of the Corporation shall be perpetual.

**ARTICLE X:** The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity, while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed this 15 day of December, 2000.

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Pat Richardson, Incorporator

Having been named as registered agent and to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, 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.

**CORPORATION SERVICE COMPANY**

By: Deborah D. Skipper  
Name: Deborah D. Skipper  
Title: as its agent  
Date: 12/18/00

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