

M97000000489

08/08/97 FRI 14:39 FAX 1 954 763 2439

EMO

2001

11:03 AM

8/08/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000013036 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.  
CONTACT: DEBRA H CHRYSTIE  
PHONE: (305)462-3300

ACCT#: 076067004147

FAX #: (305)763-2439

NAME: 1997 XSMS, L.C.

AUDIT NUMBER.....H97000013036

DOC TYPE.....FOREIGN LIMITED LIABILITY COMPANY

CERT. OF STATUS...1

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$346.25

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - 8 PM 3:50

Attention:  Kenny Manning

RECEIVED

97 AUG - 8 PM 3:08

DIVISION OF CORPORATIONS

M97000000489

Name	KWM
Availability	
Document Examiner	KWM
Updater	KWM
Updater Verifier	KWM
Acknowledgement	KWM
e-fyer	KWM

FAX AUDIT NO. H97000013036

**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:**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - 8 PM 3:35

1. 1997 XSMS, L.C.  
(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. 75-2719640  
(FBI number, if applicable)
4. April 1, 1997  
(Date of Organization)
5. a period of 30 years from March 31, 1997  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. July 22, 1997  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 4000 McEwen Drive South, Suite 109  
Dallas, Texas 75244  
(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>William E. Baldridge</u>	<u>MGRM</u>	<u>Phillip D. Worthen</u>	<u>MGRM</u>
<u>4000 McEwen Drive South, #109</u>		<u>4000 McEwen Drive South, #109</u>	
<u>Dallas, Texas 75244</u>		<u>Dallas, Texas 75244</u>	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

prepared by: Judith L. Keiser, Esquire -- Fla. Bar No. 807930  
English, McCaughan & O'Bryan, P.A.  
 tele. # (954)462-3300 -- 100 N.E. 3 Ave., Suite 1100, Ft. Lauderdale, FL 33301  
 FAX AUDIT NO. H97000013036

FAX AUDIT NO. H97000013036

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

1997 XSMS, L.C.

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

EMO Corporate Services, Inc.  
(Name)

100 Northeast Third Avenue, Suite 1100  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Fort Lauderdale, FL 33301  
(City/State/Zip)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - 8 PM 3:50

*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.*

Deborah Christie Asst. Secretary  
(Signature)

August 8, 1997  
(Date)

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

FAX AUDIT NO. H97000013036

FAX AUDIT NO. H970000013036

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG -8 PH 3:50

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

The undersigned member or authorized representative of a member of 1997 XSMS,  
L.C. 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 \$16,000
3. If any, the agreed value of the property other than cash contributed by member(s) is \$ 0-
4. the total amount of cash or property anticipated to be contributed by member(s) is \$16,000. This total includes amounts 2 and 3 above.



William E. Baldrige, Member

Signature of a member or authorized representative of a member.

(In accordance with section 608.403(3), Florida Statutes, the execution of  
this affidavit constitutes an affirmation under the penalties of perjury that  
the facts stated herein are true.)

FAX AUDIT NO. H970000013036

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG -8 PM 3: 50



# The State of Texas

## SECRETARY OF STATE

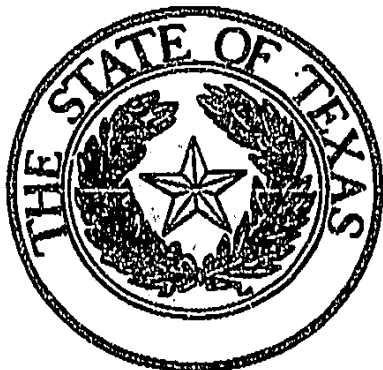
IT IS HEREBY CERTIFIED, that  
Articles of Organization ...  
of

1997 XEMS, L.C.  
FILE NO. 7025155-22

were filed in this office and a certificate of organization was issued on  
APRIL 1, 1997;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and that  
the company is still in existence.

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 July 22, 1997.



*[Signature]*  
Antonio O. Garza, Jr.  
Secretary of State

DAE