

Filing Fee: \$100.00

ID Number: 138297



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION
(To Be Filed In Duplicate Original)

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STATE
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Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is JPI MANAGEMENT SERVICES, L.P. *LC 138297 of consent attached*
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:

2. The limited partnership is organized under the laws of DELAWARE
and the date of its formation is January 20, 2004

3. The general character of the business it proposes to transact in Rhode Island is:

Real Estate Management

4. The name and address of the agent for service of process is Corporation Service Company

(Name of Agent)

170 Westminster Street, Suite 900

Providence

RI

02903

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:

600 E. Las Colinas Blvd., Suite 1800

Irving, Texas 75039

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7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
JPI Management Services GP LLC	600 E. Las Colinas Blvd., Suite 1800, Irving, Texas 75039

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

600 E. Las Colinas Blvd., Suite 1800, Irving, Texas 75039

9. A mailing address for the foreign limited partnership is 600 E. Las Colinas Blvd., Suite 1800
Irving, Texas 75039

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

Date: 1-28-04

JPI MANAGEMENT SERVICES, L.P.

Print Exact Name of Limited Partnership Making Application
James W. Morgan, Jr., Assistant Vice President of
JPI Management Services GP LLC, General Partner
By James W. Morgan, Jr.
General Partner

STATE OF TEXAS
COUNTY OF DALLAS

In DALLAS, TX, on this 28th day of JANUARY, 2004, personally
appeared before me JAMES W. MORGAN, JR. who, being by me first duly sworn,
declared that he/she is a general partner of JPI MANAGEMENT SERVICES, L.P.,
that he/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein
contained are true.

Sherry Goodwin
Notary Public

My Commission Expires: 08-10-2006



CONSENT TO THE USE OF SIMILAR NAME

The undersigned does hereby consent to the qualification of a limited partnership using the name "JPI MANAGEMENT SERVICES, L.P." in Rhode Island by the bearer of this written consent.

IN WITNESS WHEREOF, the undersigned has executed this Consent as of the 25th day of February, 2004.

JPI DEVELOPMENT SERVICES, L.P.,
a Delaware limited partnership

By: JPI Development Services GP LLC,
its general partner

By: James W. L
Name: James W. Morrison, Jr.
Title: Assistant Vice President

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JPI MANAGEMENT SERVICES, L.P." 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 NINTH DAY OF FEBRUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JPI MANAGEMENT SERVICES, L.P." WAS FORMED ON THE TWENTIETH DAY OF JANUARY, A.D. 2004.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2918632

DATE: 02-09-04