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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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PLEASE, CALL WHEN READY - THANK YOU!

AKERMAN SENTERFITT
MARTHA PARRAMORE — **DIRECT**

Requester's Name **521-8010**

106 East College Avenue, Suite 1200
Address

TALLAHASSEE, FL 224-9634
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. QUIETFLEX HOLDING COMPANY
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

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- Walk in Pick up time _____
- Mail out Will wait Photocopy
- Certified Copy Application by Foreign Limited Liability Partnership
- Certificate of Status

- NEW FILINGS**
- Profit
 - Not for Profit
 - Limited Liability
 - Domestication
 - Other

- AMENDMENTS**
- Amendment
 - Resignation of R.A., Officer/Director
 - Change of Registered Agent
 - Dissolution/Withdrawal Merger

- OTHER FILINGS**
- Annual Report
 - Fictitious Name

- REGISTRATION/QUALIFICATION**
- Foreign
 - Limited Partnership
 - Reinstatement
 - Trademark
 - Other

Filing fee - \$70.00
CofS 8.75
Certified Copy 8.75
87.50

Examiner's Initials

COVER LETTER

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2006 JUN 23 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: New Filing Section
Division of Corporations

SUBJECT: QuietFlex Holding Company
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mike Bryant
(Name of Person)
QuietFlex Holding Company
(Firm/Company)
2550 North Loop West, Suite 400
(Address)
Houston TX 77092
(City/State and Zip code)

For further information concerning this matter, please call:

Mike Bryant at (713) 263-5663
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Quietflex Holding Company (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware (State or country under the law of which it is incorporated) 3. 76-0681233 (FEI number, if applicable)

4. May 17, 2001 (Date of incorporation) 5. Perpetual (Duration. Year corp. will cease to exist or "perpetual")

6. N/A (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2550 North Loop West, Suite 400, Houston TX 77092 (Principal office address)

2550 North Loop West, Suite 400, Houston, TX 77092 (Current mailing address)

8. Engage in any lawful business activity permitted by State (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324 (City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten signature]

E. A. Wallace Assistant Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Charles A. Carroll

Address: 255D North Loop West, Suite 400

Houston TX 77092

Director
Vice Chairman: Laurence M. Berg

Address: same

Director: Anthony M. Civile

Address: same

Director: Steven Martinez

Address: same

B. OFFICERS - part 1 of 2

President: Ardee D. Toppe

Address: same

SC. Vice President: Lawrence M. Blackburn

Address: same

Secretary: Ben D. Campbell

Address: same

Treasurer: Mark M. Dolan

Address: same

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. R. Mike Bryant
(Signature of Director or Officer listed in number 12 of the application)

14. R. Mike Bryant, Assistant Secretary
(Typed or printed name and capacity of person signing application)

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS - Part 2 of 2

~~Asst. Secy.~~ ~~President:~~ *R. Mike Bryant*

Address: *2550 North Loop West, Suite 400*
Houston TX 77092

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *See p. 1 for signature*
(Signature of Director or Officer listed in number 12 of the application)

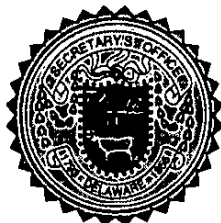
14. _____
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUIETFLEX HOLDING COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JUNE, A.D. 2006.



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060596486

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4845497

DATE: 06-21-06