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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-05/07/99-01077--001
*****70.00 *****70.00

SUBJECT: GENERAL PARTNER, INC.
(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:

BRAD BERRYHILL
(Name of Person)
HAYMAKER ELECTRIC, Ltd.
(Firm/Company)
2701 7th AVE South
(Address)
BIRMINGHAM, AL 35233
(City, State and Zip Code)

F99-2370

Name Availability	OK 57
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

Should you need to call someone concerning this matter, please call:

BRAD BERRYHILL at (205) 333-2621
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. GENERAL PARTNER, INC. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. ALABAMA (State or country under the law of which it is incorporated)

3. 63-1080687 (FEI number, if applicable)

4. 12/28/92 (Date of Incorporation)

5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. 1 January 99 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 2701 7th AVE South Birmingham, AL 35233 (Current mailing address)

8. ELECTRICAL CONTRACTING (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: LAURA H. CARDEN

Office Address: 630 KISSIMMEE AVE

OCOFEE, Florida, 34761 (Zip Code)

FILED MAY -5 PM 5:00 SECRETARY OF STATE ALABAMA

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.

Laura H. Carden

(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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Jon Pollock

Address: 515 Post Oak Blvd. Ste. 450
Houston, Tx 77027

Vice President: _____

Address: _____

Secretary: _____

Address: _____

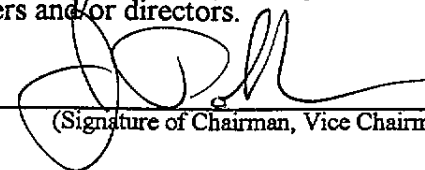
Treasurer: _____

Address: _____

99 MAY -5 PM 5:00
SECRETARY OF STATE
TX LAMAR STEWART LONDON

FILED

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John Pollock, President
(Typed or printed name and capacity of person signing application)

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

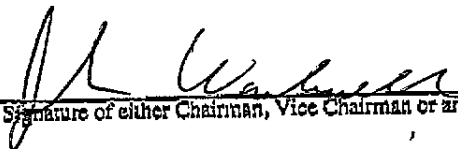
I, the undersigned John Wombwell do hereby certify
(Name)

that this Resolution of the Board of Directors of _____
General Partner, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Alabama,
was duly adopted on April 29, 1999.

Be it resolved, that General Partner, Inc.
(Corporate Name)
organized and existing in the State of Alabama, hereby adopts the name
Haymaker/General Partner, Inc. for use in Florida.

Dated: 4-29-1999


Signature of either Chairman, Vice Chairman or any officer

John Wombwell
Type or print name

99 MAY -5 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF ALABAMA

I, **Jim Bennett**, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that General Partner, Inc. incorporated in Jefferson County, Birmingham, Alabama on December 28, 1992. I further certify that the records do not disclose that said General Partner, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 30, 1999

Date

A handwritten signature in cursive script, reading 'Jim Bennett', is written over a horizontal line.

Jim Bennett

Secretary of State