

7/2/2013 10:15:58 From: To: 8506176381

Division of Corporations

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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FOREIGN PROFIT/NONPROFIT CORPORATION  
KING RANCH, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 06      |
| Estimated Charge      | \$70.00 |

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File 22d  
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Withdrawal  
FILED  
13 JUL -2 PM 3:11  
RECEIVED  
13 JUL -2 PM 2:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

MRD 7/3/13 7/2/2013

### COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** King Ranch, 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," or "Certificate of Good Standing" 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:

Tracy B. Janik

Name of Person

King Ranch, Inc.

Firm/Company

Three Riverway, Suite 1600

Address

Houston, TX 77056

City/State and Zip code

tjanik@king-ranch.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tracy B. Janik

at ( 832 ) 681-5767

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:

- |   |  |   |   |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>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. King Ranch, Inc.

(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

3. 74-0726547

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

(FEI number, if applicable)

4. March 24, 2011

5. Perpetual

(Date of incorporation)

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

6. July 1, 2013

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

7. Three Riverway, Suite 1600, Houston, TX 77056

(Principal office address)

Three Riverway, Suite 1600, Houston, TX 77056

(Current mailing address)

8. Any or all lawful business for which corporations may be formed in the state of incorporation or in the state of Florida.

(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.*

By: C T Corporation System

(Registered agent's signature)

Connie Bryan

Assistant Secretary

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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13 JUL -2 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: James H. Clement, Jr.

Address: Three Riverway, Suite 1600  
Houston, TX 77056

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: John D. Alexander, Jr.

Address: Three Riverway, Suite 1600  
Houston, TX 77056

Director: William K. Gayden

Address: Three Riverway, Suite 1600  
Houston, TX 77056

B. OFFICERS

President: Robert J. Underbrink

Address: Three Riverway, Suite 1600  
Houston, TX 77056

Vice President: Please see attached.

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Robert J. Underbrink  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Robert J. Underbrink, President and Chief Executive Officer

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

**King Ranch, Inc.**  
**Addendum to Application by Foreign Corporation for Authorization**  
**To Transact Business in Florida**

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**TALLAHASSEE, FLORIDA**

**Names and Addresses of Additional Directors:**

J. Luther King, Jr.  
Three Riverway, Suite 1600  
Houston, TX 77056

Stephen J. Kleberg  
Three Riverway, Suite 1600  
Houston, TX 77056

Robert J. Underbrink  
Three Riverway, Suite 1600  
Houston, TX 77056

Ray L. Hunt  
Three Riverway, Suite 1600  
Houston, TX 77056

Stuart S. Janney, III  
Three Riverway, Suite 1600  
Houston, TX 77056

**Names and Addresses of Additional Officers:**

William J. Gardiner, Senior Vice President, Treasurer, Secretary, Chief Financial Officer  
Three Riverway, Suite 1600  
Houston, TX 77056

David S. DeLaney, Vice President and General Manager, Livestock and Ranch Operations  
Three Riverway, Suite 1600  
Houston, TX 77056

Michael Z. Rhyne, Vice President, Texas Farming  
Three Riverway, Suite 1600  
Houston, TX 77056

William R. Murphy, Jr., Vice President  
Three Riverway, Suite 1600  
Houston, TX 77056

# Delaware

*The First State*

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PAGE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KING RANCH, INC." 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 FIRST DAY OF JULY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

4959182 8300

130837480

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0556026

DATE: 07-01-13