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COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: Summit Alliance Benefits Company, LP

(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida. Please return all correspondence concerning this matter to:

Deanna Stanley	
(Contact Person)	
Kennedy Licensing Servi	ce, Inc.
(Firm/Company)	
2501 Thomas Avenue	
(Address)	<u> </u>
Dallas, TX 75201	
(City, State and Zip C	ode)
For further information concerning thi	s matter, please call:
Deanna Stanley	at (214) 855-0737 (Area Code and Daytime Telephone Number)
(Name of Contact Person)	(Area Code and Daytime Telephone Number)
Enclosed is a check for the following a	imount:
\$1,000.00 Filing Fees \$1,008.75 Filing (\$965 Filing Fee and \$35 Registered Agent Status \$50.000.00 Filing Fees \$1,008.75 Filing and Certificate of \$1,008.75 Filing \$1,008.75 F	
STREET ADDRESS:	MAILING ADDRESS:
Registration Section	Registration Section
Division of Corporations	Division of Corporations
Clifton Building	P. O. Box 6327
2661 Executive Center Circle Tallahassee, FL 32301	Tallahassee, FL 32314

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP TO TRANSACT BUSINES IN FLORIDA

1. Summit Alliance Benefits Company, LP (Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix) Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd. Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.I or LLLP.	-* ?.	
(If name unavailable, name under which the limited partnership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.)	_* ~ ;	z ·
_{2.} Texas _{3.} 2/23/04		
(State or Country of Formation) (Date of Formation)		• •
4. John D. Hatch, Esquire		
(Name of Registered Agent for Service of Process)		
_{5.} 1267 Berkshire Lane, Suite 200		
(Florida street address for Registered Agent) Tarpon Springs, FL 34688		
6. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with an accept the obligations of my position as registered agent.	to	
Signature of Registered Agent		
7. 1501 LBJ Freeway, Suite 250		
(Principal office address)	- 22	<u>.</u>
Dallas, TX 75234	25 25	-: <u></u>
8. If limited partnership is a limited liability limited partnership, check box	1006 NOV - 7	- E
Page 1 of 3	70 :6 HW	

9. 1501 LBJ Freeway, Suite 25		<u></u>
Dallas, TX 75234	g address)	
10. Name, principal office address, and mail	ling address of each general partner:	
SEE ATTACHED LIST (Name)	(Street Address)	u jer ala
	(Mailing Address)	
(Name)	(Street Address)	
	(Mailing Address)	
(Name)	(Street Address)	SECULTAR SECULTAR
	(Mailing Address)	14.0 15.0 15.0 15.0 15.0 15.0 15.0 15.0 15
(Name)	(Street Address)	
	(Mailing Address)	u Arr

Page 2 of 3

(Name)	(Street Address)		
	(Mailing Address)	- = -	= 1. -44.≟
(Name)	(Street Address)	<u>.</u> -	. -
	(Mailing Address)	 -	
11. Effective date, if other than the date of filing:		ŧ	
(Effective date cannot be prior to nor more t filed by the Florida Department of State.)		2	4
to the delivery of this application to the Flor		2006 NOV - 7	FILES
Signed this 10th day of m	20 06.	AM 9: 07	
Signature of a general partner: Michael E. Lester, Manager for LF	-		

Page 3 of 3

\$52.50 \$8.75

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

Filing Fees: Certified Copy (optional): Certificate of Status (optional):

SUMMIT ALLIANCE BENEFITS COMPANY, LP

PARTNERS / OFFICERS

Apex Benefits Holdings, LLC

1% Stockholder / General Partner

1501 LBJ Freeway, Suite 250

Dallas, TX 75234

\(\int \text{DOMONONO ASS}

Michael E. Lester Manager for both of the above 5200 Spicewood Lane Frisco, TX 75034 Summit Alliance Capital, LLC 99% Stockholder / Limited Partner 1501 LBJ Freeway, Suite 250 Dallas, TX 75234

molo000004184

2006 NOV -- 7 AM O. C

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



Office of the Secretary of State

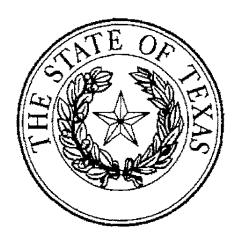
Roger Williams Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Limited Partnership for Summit Alliance Benefits Company, LP (filing number: 800307839), a Domestic Limited Partnership (LP), was filed in this office on February 23, 2004.

It is further certified that the entity status in Texas is in existence.

SECHERARY OF TALE

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 28, 2006.



Roger Williams

Secretary of State

Phone: (512) 463-5555 Prepared by: Clara Soto Come visit us on the internet at http://www.sos.state.tx.us/ Fax: (512) 463-5709

TTY: 7-1-1 Document: 127780530002