



THE UNITED STATES  
CORPORATION  
COMPANY

# FO0000001862

ACCOUNT NO. : 072100000032

REFERENCE : 644726 7187011

AUTHORIZATION :

*Patricia Piquette*

COST LIMIT : \$ 70.00

ORDER DATE : March 30, 2000

ORDER TIME : 2:50 PM

ORDER NO. : 644726-020

CUSTOMER NO: 7187011

800003196308--7

CUSTOMER: Ms. Anna Garcia  
Encompass Services Corporation  
3 Greenway Plaza  
Suite 2000  
Houston, TX 77046

FOREIGN FILINGS

NAME: ENCOMPASS MANAGEMENT CO.

(6)

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STATE  
DIVISION OF CORPORATIONS  
90 APR -4 AM 9:58

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

*h/n*  
*4/4/00*

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: ENCOMPASS MANAGEMENT CO.

(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:

Anna Garcia

(Name of Person)

Encompass Management Co.

(Firm/Company)

8 Greenway Plaza, Suite 1500

(Address)

Houston, TX 77046

(City/State/Zip)

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

Anna Garcia

(Name of Person)

at ( 713 ) 860-0122

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien 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

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

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

1. ENCOMPASS MANAGEMENT CO.  
(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. Delaware 3. 76-0537923  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 8, 1997 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8 Greenway Plaza, Suite 1500; Houston, TX 77046  
(Current mailing address)
8. management company  
(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 or Mail Drop Box **NOT** acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(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.*

Corporation Service Company

By: [Signature]  
(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)

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

Chairman: See attached officers/directors rider

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: See attached officers/directors rider

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

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

14. Randolph W. Bryant, Secretary  
(Typed or printed name and capacity of person signing application)

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**ATTACHMENT TO  
STATE OF FLORIDA  
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

Name	Title	Mailing Address
Donald L. Luke	Director	8 Greenway Plaza, Suite 1500 Houston, TX 77046
J. Patrick Millinor, Jr.	Chief Executive Officer	8 Greenway Plaza, Suite 1500 Houston, TX 77046
Chester J. Jachimiec	Executive Vice President-Acquisitions	8 Greenway Plaza, Suite 1500 Houston, TX 77046
Darren B. Miller	Executive Vice President, Chief Financial Officer and Treasurer	8 Greenway Plaza, Suite 1500 Houston, TX 77046
Alfred R. Roach, Jr.	Executive Vice President, Commercial Group	8 Greenway Plaza, Suite 1500 Houston, TX 77046
Randolph W. Bryant	Senior Vice President, General Counsel and Secretary	8 Greenway Plaza, Suite 1500 Houston, TX 77046
Daniel W. Kipp	Senior Vice President and Chief Accounting Officer	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Steven C. Ronilo	Senior Vice President, Human Resources	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Robert Tyler	Senior Vice President, Residential Group	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Russell K. Bay	Vice President, Planning and Investor Relations	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Barry D. Harbour	Vice President, Acquisitions	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Keith B. Kirk	Vice President, Supplier Relations	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Richard L. Parker	Vice President, Corporate Services	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Drew T. Tingleaf	Vice President, Acquisitions	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Tony L. Visage	Vice President, Acquisitions	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Thomas E. Vossman	Vice President, National Accounts	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Layne J. Albert	Vice President and Assistant Secretary	8 Greenway Plaza, Suite 1500; Houston, TX 77046
Robert Arnold	Assistant Treasurer	8 Greenway Plaza, Suite 1500; Houston, TX 77046

RECEIVED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 00 APR - 11 AM '98

State of Delaware

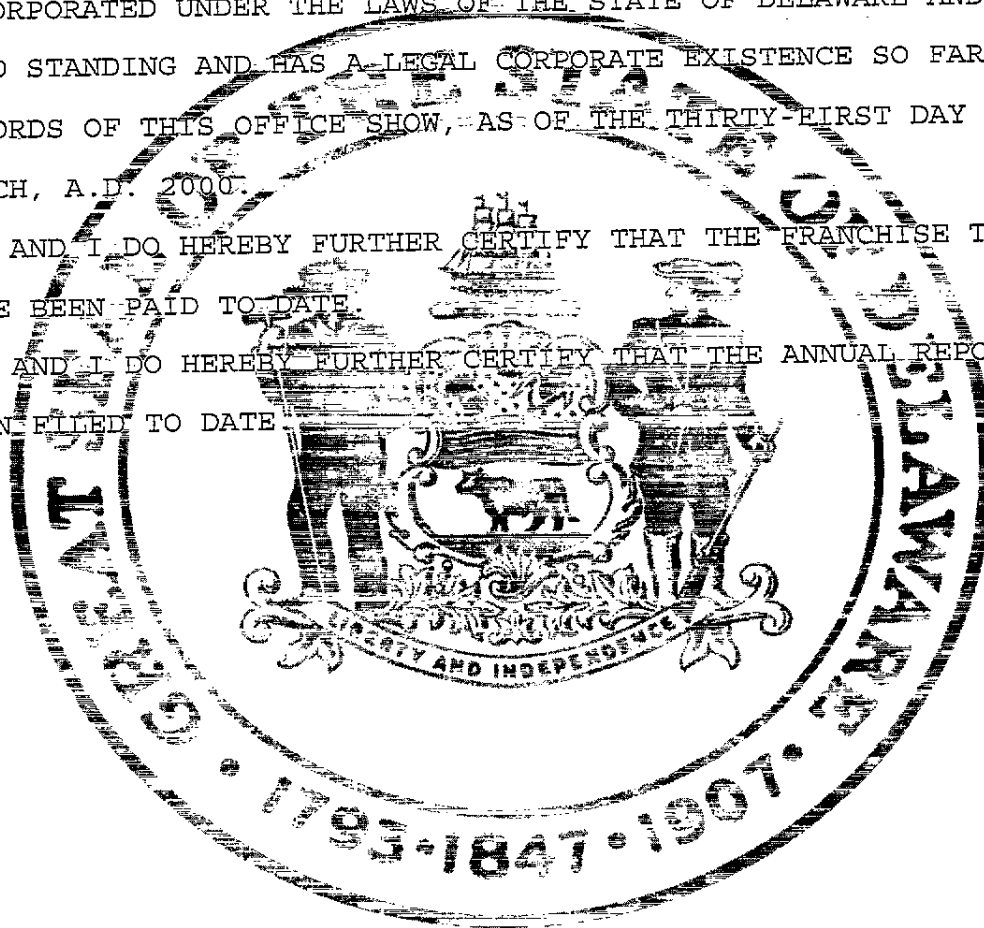
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENCOMPASS MANAGEMENT CO." 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 THIRTY-FIRST DAY OF MARCH, A.D. 2000.

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

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



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0352492

DATE: 03-31-00