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A PROFESSIONAL CORPORATION

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January 8, 2001

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
VIA FEDERAL EXPRESS

000003530010--2
-01/09/01--01078--002
120.00 **70.00

SUBJECT: Urban-Betke Investments, Inc.

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," "Application for Registration of Fictitious Name," and check in the amount of \$120.00 for the filing fee 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 Betke
Urban-Betke Investments, Inc.
22003 Bush Dr.
Waco, Texas 76712

For further information concerning this matter please do not hesitate to call Mike Betke at (254) 776-2243.

Sincerely,

HALEY & DAVIS, P.C.



Chris Harris

Enclosures

FILED
00 JAN-9 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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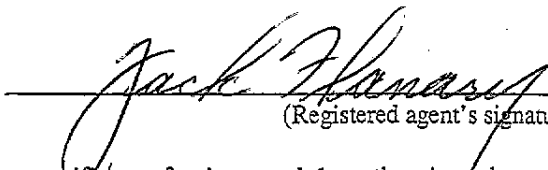
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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

1. Urban-Betke Investments, 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. Texas 3. 1742723004
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 28, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 22003 Bush Drive, Waco, Texas 76712
(Principal office address)
P.O. Box 23131, Waco, Texas 76702
(Current mailing address)
8. Provide and install millwork and all lawful business.
(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: Jack Flanary
Office Address: 6039 Cypress Gardens Blvd., Ste. 300
Winterhaven, Florida 33884
(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.


(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: J. Michael Betke

Address: 4716 Glenwood Circle,

Waco, Texas

Vice President: N/A

Address: _____

Secretary: Kenneth M. Urban

Address: 5133 South FM 549, Rockwall, TX 75087

Treasurer: Kenneth M. Urban

Address: 5133 South FM 549, Rockwall, TX 75087

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 Michael Betke

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

URBAN-BETKE INVESTMENTS, INC.
File No. 1328094-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*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 October 9, 2000.*



Elton Bomer
Secretary of State

VT