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LAW OFFICES OF  
PEEPLES & HILBURN, P.C.  
5580 Peterson Lane, Suite 145  
Dallas, Texas 75240

**David H. Hilburn**  
**Richard H. Peeples**  
**K. Andrew Wells**

TEL: (972) 503-9441  
FAX: (972) 503-9442

January 16, 2001

MJH

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600003563056--9  
-01/22/01--01120--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**Re: Budek Family Foundation, Inc.**

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida" and "Certificate of Existence" are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.


We have enclosed a check for \$78.75 for registration and for a certificate of status.

Please return all correspondence concerning this matter to the following:

Richard H. Peeples  
Peeples & Hilburn, P.C.  
5580 Peterson Lane, Suite 145  
Dallas, TX 75240

For further information concerning this matter, please call me. Thank you.

Very truly yours,

  
Richard H. Peeples  
RHP/jf  
s:floridaapplication-budek.doc

Enclosures

cc: Gary M. Budek (letter and enclosures)  
Darrell W. Cain, CPA (letter and enclosures)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR  
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

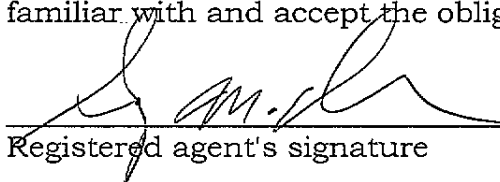
IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN  
THE STATE OF FLORIDA:

1. Budek Family Foundation, Inc.  
Name of Corporation
2. Texas  
State
3. 75-2864970  
FEI Number
4. February 9, 2000  
Date of Incorporation
5. Perpetual  
Duration (year corp. will cease  
to exist or "perpetual")
6. will be later in 2001  
Date Corporation first conducted  
affairs in Florida
7. 5580 Peterson Lane, Suite 250  
Dallas, TX 75240  
Current Mailing Address
8. Charitable and educational activities  
Purpose(s) of corporation
9. **Name and street address of Florida registered agent:**

Gary M. Budek  
1960 6<sup>th</sup> St. South  
Naples, Florida 34102

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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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**

**A. DIRECTORS**

Chairman: Gary M. Budek  
1960 6<sup>th</sup> St. South  
Naples, FL 34102

Director: Paula J. Budek  
1960 6<sup>th</sup> St. South  
Naples, FL 34102

Director: Julie M. Budek  
1960 6<sup>th</sup> St. South  
Naples, FL 34102

**B. OFFICERS**

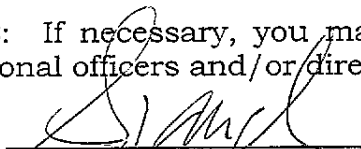
President: Gary M. Budek  
1960 6<sup>th</sup> St. South  
Naples, FL 34102

Vice President: None

Secretary: Paula J. Budek  
1960 6<sup>th</sup> St. South  
Naples, FL 34102

Treasurer: Paula J. Budek  
1960 6<sup>th</sup> St. South  
Naples, FL 34102

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

13.   
\_\_\_\_\_  
Signature of any officer listed in number 12

Gary M. Budek, President  
\_\_\_\_\_  
Typed name and capacity of person signing



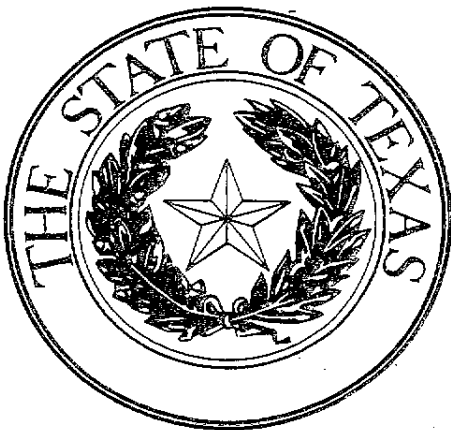
# The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that  
Articles of Incorporation of

BUDEK FAMILY FOUNDATION, INC.  
File No. 1570999-01

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.



*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 January 12, 2001.*

Henry Cuellar  
Secretary of State

VT