

CT CORPORATION SYSTEM

F01000003919

CORPORATION(S) NAME

Sunbelt Group, Inc.

200004493902--1
07/24/01 01058-025
*****70.00 *****70.00

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<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC	<input type="checkbox"/> CUS
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

DIVISION OF CORPORATION

01 JUL 24 PM 12:26

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 24 PM 4:06

FILED

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

7/24/01

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BK

Order#: 459657

Ref#:

Amount: \$

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

**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. SUNBELT GROUP, 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 natural person or partnership if not so contained in the name at present.)
2. TEXAS 3. 74-1914048
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/14/77 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 7/1/01
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056
(Current mailing address)

8. ANY VALID PURPOSE FOR WHICH CORPORATIONS MAY BE FORMED
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System


(Registered agent's signature)

Gil S. Apellis, Asst. 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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Chairman: GERHARD P. ADENACKER
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

Vice Chairman: HAROLD BREIDENSTEIN
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

Director: GLEN PEEL
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

Director: EDWANA M. SIEGEL, JR.
Address: 106 EASTON ROAD
WESTPORT, CT 06881

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

President: HAROLD BREIDENSTEIN
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

Vice President: GREG J. DEVETSKI
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

Secretary: DIERK JENSEN
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

Treasurer: DIERK JENSEN
Address: 1990 POST OAK BLVD, SUITE 1550
HOUSTON, TX 77056

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GREG J. DEVETSKI Vice Pres & Comptroller
(Typed or printed name and capacity of person signing application)



The State of Texas

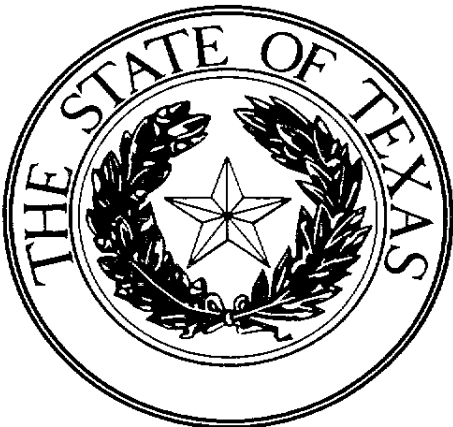
SECRETARY OF STATE

FILED
01 JUL 24 PM 4 06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

SUNBELT GROUP, INC.
File No. 403193

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 June 18, 2001.*

Henry Cuellar

Henry Cuellar BAM
Secretary of State