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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

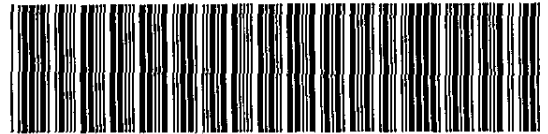
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JUL 21 10:11:01
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JUL 21 PM 11:05
TALLAHASSEE, FLORIDA

CT CORPORATION

July 21, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
03 JUL 21 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5895825 SO
Customer Reference 1: 1736.1
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Spectral Resources, Inc. (NY)
Qualification
Florida

File 1st

Please insert loc # on File 2nd (File Filing)

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland
Fulfillment Specialist
Melanie_Strickland@cch-lis.com

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

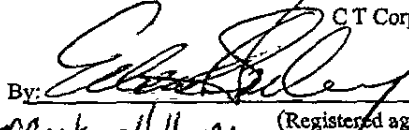
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Spectral Resources, 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. New York 3. 13-3520560
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 2, 1989 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. 200 Concord Plaza Dr., Suite 800
(Principal office address)
San Antonio, Texas 78216
(Current mailing address)
8. direct marketing
(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, FL 33324
(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.

By:  C T Corporation System
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Please see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. _____

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

14. Dean H. Blythe, Vice President and Secretary

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

RIDER
TO
QUALIFICATION DOCUMENTS
OF
SPECTRAL RESOURCES, INC.

The address for all officers and directors is:
200 Concord Plaza Dr.
Suite 800
San Antonio, Texas 78216

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<u>Name</u>	<u>Title</u>
Hensley Evans	Managing Director
Houston H. Harte	Vice President and Director
Larry Franklin	Vice President and Director
Dean H. Blythe	Vice President, Secretary and Director
Richard M. Hochhauser	Vice President and Director
Federico Ortiz	Treasurer and Assistant Secretary
Faye Sowell	Assistant Secretary

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of SPECTRAL RESOURCES, INC. was filed on 05/02/1989, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 17th day of July
two thousand and three.*

Secretary of State

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03 JUL 21 PM 1:05
TALLAHASSEE, FLORIDA