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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FOREIGN PROFIT QUALIFICATION

Eddie Rodriguez Company, Inc.

Certificate of Status	0
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Page Count	06
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Corporate Filing

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03 SEP 16 PM 3:53
DIVISION OF CORPORATION

03 SEP 15 AM 9:00

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DB
9-17-03

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. Eddie Rodriguez Company, 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. Delaware 3. 20-0112172
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 07/14/2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 02/23/2004
(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. 5803 Glenmont, Houston, TX 77081
(Principal office address)
5803 Glenmont Houston, TX 77081
(Current mailing address)
8. See Attachment
(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/o C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 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
Jennifer K. Miller
(Registered agent's signature)

Jennifer K. Miller
Assistant 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.

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CLERK OF THE FLORIDA
DEPARTMENT OF STATE

12. Names and business addresses of officers and/or directors: **SEE ATTACHMENT****A. DIRECTORS**Chairman: George ZimmerAddress: 1209 Orange Street
Wilmington, DE 19801

Vice Chairman: _____

Address: _____

Director: Neill P. DavisAddress: 5803 Glenmont
Houston, TX 77081Director: Davis EdwabAddress: 1410 Broadway, 29th Floor
New York, NY 10018**B. OFFICERS****SEE ATTACHMENT**President: Eric LaneAddress: 40650 Encyclopedia Circle
Freemont, CA 94538Vice President: Neill P. DavisAddress: 5803 Glenmont
Houston, TX 77081Secretary: Michael ConlonAddress: 1301 McKinney, Suite 5100 Houston, TX 77010

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. Claudia Pruitt, Vice President

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

APPROVED
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SEP 16 AM 9:00
CLERK OF COURT
HARRIS COUNTY, TEXAS

Attachment to Florida

Purpose Clause

The nature of the business and purpose to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

Officers & Directors

-
- | | | |
|----|-------------------|--|
| 1. | Full Name: | Michael Conlon |
| | Officer/Director: | Officer / <i>Secretary</i> |
| | Business Address: | 1301 McKinney, Suite 5100 |
| | City: | Houston |
| | State: | TX |
| | ZIP Code: | 77010 |
| 2. | Full Name: | Neill P. Davis |
| | Officer/Director: | Officer / <i>V.P. & C.F.O.</i> |
| | Business Address: | 5803 Glenmont |
| | City: | Houston |
| | State: | TX |
| | ZIP Code: | 77081 |
| 3. | Full Name: | Eric Lane |
| | Officer/Director: | Officer / <i>President & Chief Operating Officer</i> |
| | Business Address: | 40650 Encyclopedia Circle |
| | City: | Freemont |
| | State: | CA |
| | ZIP Code: | 94538 |
| 4. | Full Name: | Jerry Lovejoy |
| | Officer/Director: | Officer / <i>V.P. & Assistant Secretary</i> |
| | Business Address: | 40650 Encyclopedia Circle |
| | City: | Freemont |
| | State: | TX |
| | ZIP Code: | 94538 |
| 5. | Full Name: | Claudia Pruitt |
| | Officer/Director: | Officer / <i>V.P. & Treasurer</i> |
| | Business Address: | 5803 Glenmont |
| | City: | Houston |
| | State: | TX |
| | ZIP Code: | 77081 |
| 6. | Full Name: | Diana Wilson |
| | Officer/Director: | Officer / <i>VP & Chief Accounting Officer</i> |
| | Business Address: | 5803 Glenmont |
| | City: | Houston |
| | State: | TX |
| | ZIP Code: | 77081 |
| 7. | Full Name: | Eric Lane |
| | Officer/Director: | Director |
| | Director's Title: | Other Director |

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Business Address:
City:
State:
ZIP Code:

40650 Encyclopedia Circle
Freemont
CA
94538

P.05

8. Full Name:
Officer/Director:
Director's Title:
Business Address:
City:
State:
ZIP Code:

George Zimmer
Director
Chairman
1209 Orange Street
Wilmington
DE
19801

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03 SEP 16 AM 9:00
SECRET
U.S. DEPT. OF JUSTICE
FBI

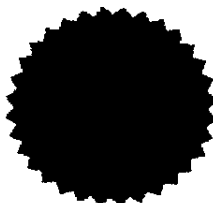
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EDDIE RODRIGUEZ COMPANY, INC." 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 FIFTEENTH DAY OF SEPTEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2634046

DATE: 09-15-03