

F03000005664

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

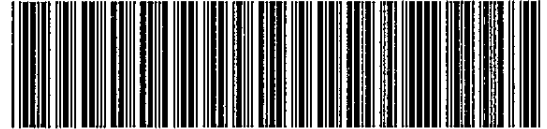
(Business Entity Name)

(Document Number)

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10/09/03--01026--019 **70.00

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03 OCT -9 PM 1:12
TALLAHASSEE, FLORIDA
RECEIVED
03 OCT -9 PM 2:10
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten signature]



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

03 OCT -9 PM 1:12
FILED
TALLAHASSEE

10/9
October 9, 2003

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: VAN DER AA HOLDINGS, INC.
Ref. Number: W03000029224

We have received your document for VAN DER AA HOLDINGS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please note that we have also RETAINED your \$70.00 payment.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that VAN DER AA HOLDINGS, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1998, as the initial date of transacting business in the State of Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5,750.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 603A00055360



(MON) 11.10' 03 16:25/ST. 15:45/NO. 4861552951 P 1

GARDERE

attorneys and counselors ■ www.gardere.com

03 OCT -9 PM 1:12
FILED
TALLAHASSEE, FLORIDA

Fax

DATE November 10, 2003

TO	COMPANY	PHONE NO.	FAX NO.
Buck Kohr	Florida Dept. of State	850 245 6914	850 410 1015

FROM	Nancy McCormick	nmccormick@gardere.com
DIRECT LINE	713-276-5944	
DIRECT FAX	713-276-8944	
CLIENT/MATTER NO.	121017.26	
TOTAL PAGES (including cover)	2	

If you have any problems with this transmission, please call 713.276.5883.

Is this for Service of Documents? No
Please indicate local time deadline: asap
Confirmation Requested: No

Please see attached letter. Thanks much.

Confidentiality Note: The documents accompanying this facsimile contain information from the law firm of Gardere Wynne Sewell LLP which is confidential and/or privileged. The information is intended only for the use of the individual or entity named on this transmission sheet. If you are not the intended recipient, you are hereby notified that any disclosure, copying distribution or the taking of any action in reliance on the contents of this facsimile is strictly prohibited, and that the documents should be returned to this firm immediately. If you have received this facsimile in error, please notify us by telephone immediately so that we can arrange for the return of the original document to us at no cost to you.

HOUSTON 723371v1

GARDERE WYNNE SEWELL LLP

1000 Louisiana, Suite 3400, Houston, Texas 77002-5007 ■ 713.276.5500 Phone ■ 713.276.5555 Fax

FROM

(MON) 11. 10' 03 16:25/ST. 15:45/NO. 4861552951 P 2

03 OCT -9 PM 1:12
FILED
TALLAHASSEE, FLORIDA

November 4, 2003

By Facsimile (850) 410-1015

Florida Department of State

Attn.: Buck Kohr, Document Specialist

Re: Van Der Aa Holdings, Inc. Florida Qualification

Dear Mr. Kohr:

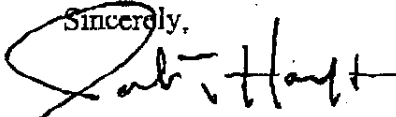
On or about October 9, 2003, CT Corporation System submitted on our behalf a qualification document for Van Der Aa Holdings, Inc. (the "Company"), and you issued the attached letter indicating that the Company had been transacting business without qualifying and requesting payment of penalty fees.

Since January 1998, the Company has held a one percent limited partnership interest in ATC/Vancom Management Services of Pensacola, Florida Limited Partnership, a Florida limited partnership (the "Partnership"). Since that time, the Company has paid to the Florida Revenue Department taxes owed on the income derived from this investment (one percent of the income of the Partnership), and it remains current with its tax payments. Pursuant to Title XXXVI, Chapter 607.1501(2)(1) of the Florida Statutes, the Company's activity in Florida since January 1, 1998 does not constitute the transaction of business.

We respectfully request that (i) your records be adjusted to reflect that no penalties are owed and (ii) your department process the qualification document for the Company that your office retained.

Thank you for your attention to this matter. If you have any questions, please call me at 972 687 9025.

Sincerely,



John T. Hocft
Vice President/General Counsel
Van Der Aa Holdings, Inc.

Attachments

CT CORPORATION

October 9, 2003

FILED
03 OCT -9 PM 1:12
TALLAHASSEE, FLORIDA

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

Re: Order #: 5948661 SO
Customer Reference 1: ATC Qualifications
Customer Reference 2: 121017.26

Dear Secretary of State, Florida:

Please file the attached:

Van Der Aa Holdings, Inc. (DE)
Qualification
Florida

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. Van Der Aa Holdings, 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

(State or country under the law of which it is incorporated)

3. 36-4126606

(FEI number, if applicable)

4. 1/21/97

(Date of incorporation)

5. perpetual

(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. 2015 Spring Rd., Ste. 750, Oak Brook, IL 60523

(Principal office address)

2015 Spring Rd., Ste. 750, Oak Brook, IL 60523

(Current mailing address)

8. Transportation management

(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

(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: Jennifer K. Miller

(Registered agent's signature)

C T Corporation System

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.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Larry K. Durham

Address: 9011 Mountain Ridge Dr., Ste. 200, Austin, TX 78759-7222

Vice Chairman: _____

Address: _____

Director: Patricia D. Durham

Address: 9011 Mountain Ridge Dr., Ste. 200, Austin, TX 78759-7222

Director: Terry L. Van Der Aa

Address: 2015 Spring Rd., Ste. 750, Oak Brook, IL 60523

B. OFFICERS

President: James M. Long

Address: 2015 Spring Rd., Ste. 750, Oak Brook, IL 60523

Vice President: John T. Hoeft

Address: 14275 Midway Rd., Ste. 220, Addison, TX 75001

Secretary: David W. Galanis

Address: 2015 Spring Rd., Ste. 750, Oak Brook, IL 60523

Treasurer: David W. Galanis

Address: 2015 Spring Rd., Ste. 750, Oak Brook, IL 60523

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. _____

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

Delaware

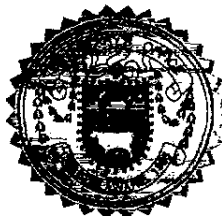
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VAN DER AA HOLDINGS, 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 SEVENTH DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2708475 8300

AUTHENTICATION: 2675128

030643719

DATE: 10-07-03