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AL

(Requestor's Name)

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4515 Prentice Street
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(214) 696-3959
Email - Abbey2@aol.com

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CLERK OF DISTRICT COURT
JANUARY 1, 2004

**To: Secretary of State of Florida
Corporation Division**

From: Stephanie Secrest Abbey
Secret Legal Services
4515 Prentice Street
Suite 102
Dallas, TX 75206
(214) 696-3959

Date: November 25, 2003

Re: USRP HOLDING CORP.

Please find enclosed duplicate originals of the Application for Certificate of Authority the above named entity to be filed with the Florida Secretary of State. The required filing fee of \$78.75 is enclosed for processing.

Upon receipt, please have filed with the FL Secretary of State, forwarding filing confirmation to my attention at the address above.

If you should have questions, please contact me at 214/696-3959. Thank you in advance for your assistance with this matter!

Thanks!

Stephanie

TRANSMITTAL LETTER

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TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: USRP HOLDING CORP.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

STEPHANIE SECREST ABBEY

(Name of Person)

SECREST LEGAL SERVICES

(Firm/Company)

4515 PRENTICE STREET, SUITE 102

(Address)

DALLAS, TEXAS 75206

(City/State and Zip code)

For further information concerning this matter, please call:

STEPHANIE SECREST ABBEY

(Name of Person)

at (214) 696-3959

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☒ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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.

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STATE
OFFICE, FLORIDA

1. USRP HOLDING CORP.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. TEXAS

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

3. APPLIED FOR

(FEI number, if applicable)

4. 06/04/2003

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON FILING

(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. 12240 INWOOD ROAD, SUITE 300, DALLAS, TX 75244

(Principal office address)

12240 INWOOD ROAD, SUITE 300, DALLAS, TX 75244

(Current mailing address)

8. REAL ESTATE OWNERSHIP

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

Jackie Casper - Asst Sec.

(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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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. Valerie Siverling
(Signature of Director or Officer listed in number 12 of the application)

14. VALERIE SIVERLING - SECRETARY
(Typed or printed name and capacity of person signing application)

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STATE
ILLINOIS
FLORIDA

Officers & Directors of USRP Holdings, Corp.

Directors

Robert J. Stetson
12240 Inwood Road
Suite 300
Dallas, TX 75244

Gregory I. Strong
600 N. Pearl Street
1500
Dallas, TX 75201

Officers

Gregory I. Strong
12240 Inwood Road
Suite 300
Dallas, TX 75244
Office: Vice President

Valerie S. Siverling
12240 Inwood Road
Suite 300
Dallas, TX 75244
Office - Secretary

Richard Wilensky
12240 Inwood Road
Suite 300
Dallas, TX 75244
Office-Asst. Secretary

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STATE
TALLAHASSEE, FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Secretary of State

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STATE
FLORIDA

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for USRP Holding Corp. (filing number: 800211009), a Domestic Business Corporation, was filed in this office on June 04, 2003.

It is further certified that the entity status in Texas is active.

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 November 06, 2003.



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State