

FD4000002563

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

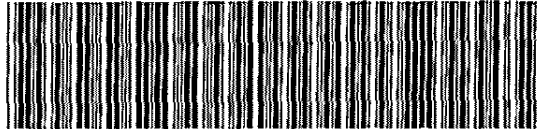
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special instructions to Filing Officer:

Office Use Only



800033168198

04/23/04--01011--005 **87.50

RECEIVED
APR 23 2004
CERTIFIED

FD4-2563
OK



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 29, 2004

DOUGLAS MANDRELL
P.O. BOX 949
HEARNE, TX 77859

SUBJECT: CAROTEX CONSTRUCTION, INC.
Ref. Number: W04000016525

We have received your document for CAROTEX CONSTRUCTION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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

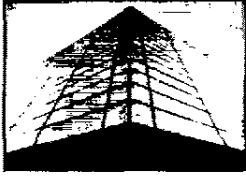
If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 604A00029052

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MAY 11 2004
FLORIDA SECRETARIAT

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MAY 11 2004
FLORIDA SECRETARIAT



CAROTEX CONSTRUCTION, INC.

9062 Deer Trail Run
P. O. Box 949
Hearne, Texas 77859
Tel: 979.279.0638 Fax: 979.279.0627

VIA OVERNIGHT MAIL

April 21, 2004

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

Dear Sir:

Please find enclosed our application to register our company with your state.

We have enclosed the \$87.50 filing fee and our authenticated certificate of existence for the State of Texas.

As soon as issued, we request that you forward our new Certificate of Status and Certified Copy for the State of Florida to:

DBPR Customer Contact Center
1940 North Monroe Street
Tallahassee, FL 32399-1027

If you have any questions or require additional information, please contact me immediately.

Sincerely,


Douglas R. Mandren
Chief Financial Officer

RECEIVED
TALLAHASSEE, FLORIDA

MAY 10 11:30

FILED

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Carotex Construction, Inc.
(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:

Douglas R. Mandrell
(Name of Person)

Carotex Construction, Inc.
(Firm/Company)

P. O. Box 949
(Address)

Hearne, Texas 77859
(City/State and Zip code)

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TALLAHASSEE FLORIDA
MAY 10 1989

FILED

For further information concerning this matter, please call:

Joyce A. Blackmon at (979) 828-3828
(Name of Person) (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

HOWE, ROBINSON & WATKINS, LLP
Attorneys at Law

Courvoisier Centre I, Suite 504
501 Brickell Key Drive, Miami, FL 33131
Telephone (305) 377-1274 Fax (305) 377-1422

May 7, 2004

Via Express Mail

Ms. Tammi Cline
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

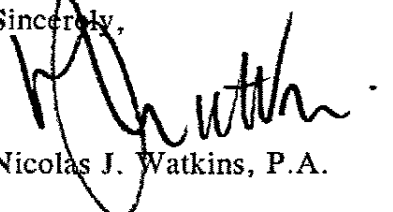
Re: Carotex Construction, Inc.
Ref No.: W04000016525

Dear Ms. Cline:

Further to your letter of April 29, 2004 addressed to Mr. Douglas Mandrell at Carotex Construction, Inc. (copy enclosed), and as discussed briefly by telephone with you this afternoon, I am forwarding to you the missing page relating to the designation of the registered office and the registered agent for Carotex Construction, Inc., duly signed as required. I understand from our conversation that you have the remaining pages of the application form filed by Carotex in order to obtain authorization to transact business in Florida. Many thanks for your assistance.

If you need more from either me or Carotex, please do not hesitate to let us know.

Sincerely,



Nicolas J. Watkins, P.A.

Enclosures

Cc: Douglas Mandrell (w/ encls.)

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

MAY 10 11 53 AM '04

FILED

**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. Carotex Construction, Inc.

(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. 74-2955885

(FEI number, if applicable)

4. 4/27/2000

(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. 9062 Deer Trail Run, Hearne, Texas 77859

(Principal office address)

P.O. Box 949, Hearne, Texas 77859

(Current mailing address)

8. Building and Construction

(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: **Nicolas J. Watkins, P.A.**

Office Address: **501 Brickell Key Drive, Suite 504**

Miami

(City)

Florida **33131**

(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.


(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:

FILED
MAY 11 11 10 AM '00
TALLAHASSEE
FLORIDA
STATE

A. DIRECTORS

Chairman: Mrs. Joyce A. Blackmon-100% Stockholder

Address: P.O. Box 551

Franklin, Texas 77856

Vice Chairman: _____

Address: _____

Director: Victor R. Blackmon

Address: P.O. Box 551

Franklin, Texas 77856

Director: _____

Address: _____

B. OFFICERS

President: Victor R. Blackmon

Address: P.O. Box 551

Franklin, Texas 77856

Vice President: _____

Address: _____

Secretary: Victor R. Blackmon

Address: P.O. Box 551, Franklin, Texas 77856

Treasurer: _____

Address: _____

FILED
MAY 17 1968
TALLAHASSEE FLORIDA

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

13. Joyce Blackmon

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

14. Victor R. Blackmon JOYCE BLACKMON

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



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
CAROLE KEETON STRAYHORN • COMPTROLLER • AUSTIN, TEXAS 78774

April 21, 2004

CERTIFICATE OF ACCOUNT STATUS

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Carole Keeton Strayhorn, Comptroller of Public Accounts of the State of Texas, DO
HEREBY CERTIFY that according to the records of this office

CAROTEX CONSTRUCTION INC

is, as of this date, in good standing with this office having no franchise tax reports or
payments due at this time. This certificate is valid through the date that the next
franchise tax report will be due May 17, 2004.

This certificate does not make a representation as to the status of the corporation's
Certificate of Authority, if any, with the Texas Secretary of State.

This certificate is valid for the purpose of conversion when the converted entity is
subject to franchise tax as required by law. This certificate is not valid for the
purpose of dissolution, merger, or withdrawal.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 21st day of
April, 2004 A.D.

A handwritten signature in cursive script that reads "Carole Keeton Strayhorn".

Carole Keeton Strayhorn
Texas Comptroller

Taxpayer number: 32002383860
File number: 0158069400