

F050000001316

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

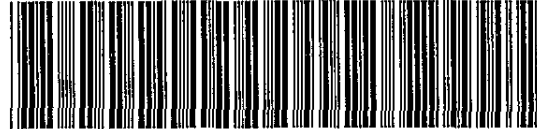
(Document Number)

Certified Copies   /  

Certificates of Status       

Special Instructions to Filing Officer:

Office Use Only



300056333803

06/29/05--01016--008 \*\*43.75

FILED

05 JUN 29 AM 9:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N/C

T BROWN JUL - 5 2005

## TRANSMITTAL LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** SCIENTIFIC CLIMATE SYSTEMS, INC.  
(Name of corporation)

**DOCUMENT NUMBER:** F05000001316

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JoAnne Ray, Attorney at Law Telephone No. 1-713-308-0149  
(Name of person)

ADAMS AND REESE, LLP  
(Name of firm/company)

1221 McKinney Street, Suite 4400  
(Address)

Houston, Texas 77010  
(City/state and zip code)

For further information concerning this matter, please call:

Charles C. Dickerson at ( 903 ) 693-8212  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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



Roger Williams  
Secretary of State

## Office of the Secretary of State

June 13, 2005

Capitol Services Inc  
P O Box 1831  
Austin, TX 78767 USA

RE: Queensland-American USA Corporation  
File Number: 800433324

It has been our pleasure to file the articles of amendment for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Statutory Filings Division  
(512) 463-5555

Enclosure

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F05000001316

(Document number of corporation (if known))

1. SCIENTIFIC CLIMATE SYSTEMS, INC.

(Name of corporation as it appears on the records of the Department of State)

2. TEXAS

(Incorporated under laws of)

3. 03/02/2005

(Date authorized to do business in Florida)

FILED  
05 JUN 29 AM 9:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? JUNE 10, 2005

5. QUEENSLAND - AMERICAN USA CORPORATION

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

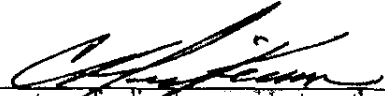
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

CHARLES C. DICKERSON

(Typed or printed name of person signing)

JUNE 13, 2005

(Date)

PRESIDENT

(Title of person signing)

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



Roger Williams  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF AMENDMENT OF

Queensland-American USA Corporation  
800433324

[formerly: SCIENTIFIC CLIMATE SYSTEMS, INC.]

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of amendment for the above named entity have been received in this office and have been found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law hereby issues this Certificate of Amendment.

Dated: 06/10/2005  
Effective: 06/10/2005



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State

**FILED**  
In the Office of the  
Secretary of State of Texas  
JUN 10 2005  
Corporations Section

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
SCIENTIFIC CLIMATE SYSTEMS, INC.

Pursuant to the provisions of Articles 4.04 of the Texas Business Corporation Act, the undersigned corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is Scientific Climate Systems, Inc. The filing number issued to the Corporation by the Secretary of State of the State of Texas is 0800433324.

ARTICLE TWO

The amendment to the Articles of Incorporation was adopted by the shareholders of the Corporation on June 5, 2005. The amendment changes the original Articles of Incorporation to amend the article that names the corporation. Article I of the Articles of Incorporation of the Corporation is amended to read in its entirety as follows:

Article I — Corporate Name

The name of the Corporation is Queensland-American USA Corporation."

ARTICLE THREE

The number of shares of the Corporation outstanding at the time of such adoption was 1,000 shares; and the number of shares entitled to vote thereon was 1000. The holders of all of the issued and outstanding shares entitled to vote on said amendment have signed a consent in writing pursuant to Article 9.10 of the Texas Business Corporation Act adopting said amendment and any written notice required by such Article 9.10 has been waived.

ARTICLE FOUR

This amendment has been approved in the manner required by the Texas Business Corporation Act and the constituent documents of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of SCIENTIFIC CLIMATE SYSTEMS, INC. as of this 5<sup>th</sup> day of June 2005.

SCIENTIFIC CLIMATE SYSTEMS, INC.

By: 

Charles C. Dickerson, President

EXHIBIT E(1)