

# F05000001735

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## FOREIGN PROFIT QUALIFICATION

TRISTAR HOLDINGS, INC.

Certificate of Status	0
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Estimated Charge	\$70.00

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850-205-0381

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Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 26, 2005

TRISTAR HOLDINGS, INC.  
2800 POST OAK BLVD., SUITE 5310  
HOUSTON, TX 77056

SUBJECT: TRISTAR HOLDINGS, INC.  
REF: W05000010120

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6913.

Diane Cushing  
Document Specialist

FAX Aud. #: H05000048606  
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DIVISION OF CORPORATIONS

*Ho 5000048600 3*

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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

Florida Tristar Holdings, Inc.

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

2. Texas 3. 76-00856783  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 23, 1983 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056  
(Principal office address)

2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056  
(Current mailing address)

8. Real Estate 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 NOT acceptable)

Name: Capitol Corporate Services, Inc.

Office Address: 1333 N. Duval

Tallahassee, Florida 32303  
(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.*

*Gayle Wendle, 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:

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*Ho 5000048600 3*

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**A. DIRECTORS**

Chairman: Omar Megerisi

Address: 2800 Post Oak Blvd., Suite 5310  
Houston, Texas 77056

~~Vice Chairman~~: Director - Masaud Baaba

Address: 2800 Post Oak Blvd., Suite 5310  
Houston, Texas 77056

Director: Hazem Megerisi

Address: 2800 Post Oak Blvd., Suite 5310  
Houston, Texas 77056

Director: Edward E. Hartline

Address: 2800 Post Oak Blvd., Suite 5310  
Houston, Texas 77056

**B. OFFICERS**

President: Masaud Baaba

Address: 2800 Post Oak Blvd., Suite 5310  
Houston, Texas 77056

~~Vice President~~: CEO - Omar Megerisi

Address: 2800 Post Oak Blvd., Suite 5310  
Houston, Texas 77056

Secretary: Theresa Chen

Address: 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056

Treasurer: Vice President: Hazem Megerisi

Address: 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056

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

13. Edward E. Hartline  
(Signature of Director or Officer listed in number 12 of the application)

14. Edward E. Hartline, Director  
(Typed or printed name and capacity of person signing application)

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FAX NO. : 8526683398

Mar. 18 2005 03:21PM P5

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



Roger Williams  
Secretary of State

**Office of the Secretary of State**

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for TRISTAR HOLDINGS, INC. (filing number: 68449400), a Domestic Business Corporation, was filed in this office on December 23, 1983.

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 February 18, 2005.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



Roger Williams  
Secretary of State

Phone: (512) 463-5555  
Prepared by: SOS-WEB

Come visit us on the internet at <http://www.sos.state.tx.us/>  
Fax: (512) 463-5709

TTY: 7-1-1  
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*Handwritten scribble*