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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

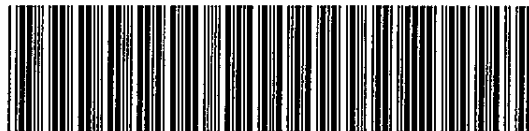
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2005 MAY -2 AM 11:07

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MAY -6 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: The Goodman Corporation
(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:

Barry M. Goodman
(Name of Person)
The Goodman Corporation
(Firm/Company)
3200 Travis Street, Suite 200
(Address)
Houston, TX 77006
(City/State and Zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Barry M. Goodman at (713) 951-7951
(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

**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. The Goodman Corporation
(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. Houston, Texas 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 29, 1981 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. 3200 Travis Street, Suite 200, Houston, TX 77006
(Principal office address)

3200 Travis Street, Suite 200, Houston, TX 77006
(Current mailing address)

8. Transportation Consulting Services
(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: Peter P. Lindley

Office Address: 1200 N. Federal Hwy., Ste. 200

Boca Raton, Florida 33432
(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.

Peter P. Lindley
(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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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Barry M. Goodman

Address: 3200 Travis Street, Suite 200, Houston, TX 77006

Vice President: John Carrara

Address: 3200 Travis Street, Suite 200, Houston, TX 77006


Secretary: Susan Goodman

Address: 3200 Travis Street, Suite 200, Houston, TX 77006

Treasurer: Barry M. Goodman

Address: 3200 Travis Street, Suite 200, Houston, TX 77006

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

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

14. Barry M. Goodman, President
(Typed or printed name and capacity of person signing application)

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



Roger Williams
Secretary of State

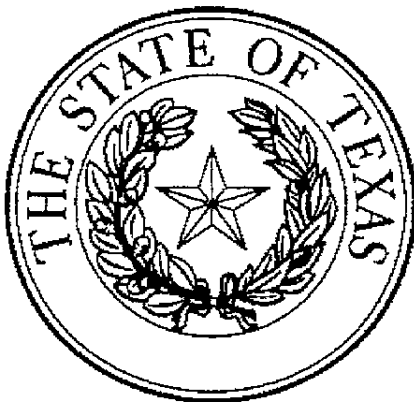
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for THE GOODMAN CORPORATION (filing number: 56795500), a Domestic Business Corporation, was filed in this office on June 29, 1981.

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

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TALLAHASSEE, FLORIDA

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 April 19, 2005.



A handwritten signature in cursive script that reads "Roger Williams".

Roger Williams
Secretary of State