

F05000007248

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

KBRI DE-1 Newco, Inc.

Certificate of Status	0
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W05-55126

1 BRWAL DEC 15 2005

**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. KBRI DE-1 NEWCO, 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. Delaware

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

3. Applied For

(FBI number, if applicable)

4. 12/01/2005

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 4100 Clinton Drive, Houston, TX 77020

(Principal office address)

Same.

(Current mailing address)

8. SEE ATTACHMENT

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(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.

By: Howard L. Volz
(Registered agent's signature)

**Howard L. Volz
Asst. Secretary**

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.

FL018 - 03/05 C T System Online

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

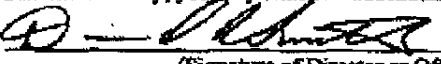
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

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

14. David R. Smith, Vice President

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

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JACKSONVILLE, FLORIDA

ATTACHMENT

LIST OF OFFICERS AND DIRECTORS

Directors

Albert O. Cornelison, Jr.
4100 Clinton Drive
Houston, TX 77020

W. Preston Holsinger
1401 McKinney, Suite 2400
Houston, TX 77010

David S. King
10200 Bellaire Blvd.
Houston, TX 77042

David R. Smith
2101 City West Blvd.
Houston, TX 77042

Officers

David S. King
President
10200 Bellaire Blvd.
Houston, TX 77042

Albert O. Cornelison, Jr.
Vice President
4100 Clinton Drive
Houston, TX 77020

W. Preston Holsinger
Vice President & Treasurer
1401 McKinney, Suite 2400
Houston, TX 77010

David R. Smith
Vice President
2101 City West Blvd.
Houston, TX 77042

John M. Allen
Vice President & Secretary
10200 Bellaire Blvd.
Houston, TX 77042

Larry J. Land
Assistant Treasurer
10200 Bellaire Blvd.
Houston, TX 77042

Michael A. Weberpal
Assistant Secretary
2101 City West Blvd.
Houston, TX 77042

Ashley E. Quinn
Assistant Secretary
2101 City West Blvd.
Houston, TX 77042

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FLORIDA
NORTH DALLAS SECTOR

Delaware

PAGE 1

The First State

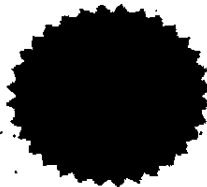
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KBEI DE-1 NEWCO, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4363692

DATE: 12-12-05