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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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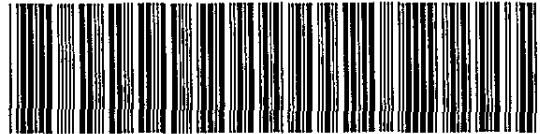
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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**RON RAMEY**  
ATTORNEY AT LAW

*Three Riverway  
Suite #500  
Houston, Texas 77056-1919*

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Telecopier: 713.623.8222  
Email: rramey@rameylaw.com*

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March 6, 2006

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: XCEL-Texas, Inc.

Enclosed find Application to Register the above corporation in Florida.

Enclosed in our check payable to your order in the sum of \$87.50 for the fee and certified copies.

Thank you,

  
Ron Ramey

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** XCEL-TEXAS, 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:

JOE P. CAIN, JR.  
(Name of Person)  
XCEL-TEXAS, INC.  
(Firm/Company)  
893 S. COUNTY Rd.  
(Address)  
PALM BEACH, FLORIDA 33480  
(City/State and Zip code)

For further information concerning this matter, please call:

JOE P. CAIN, JR. at (713) 408 8150  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing 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. XCEL-TEXAS LLC.  
(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. NEVADA 3. 88-014286  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. APRIL 28, 2005 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. ~~1/1/2006~~ DATE OF REGISTRATION  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 893 S. COUNTY RD., PALM BEACH, FLORIDA 33480  
(Principal office address)  
893 S. COUNTY RD., PALM BEACH, FLORIDA 33480  
(Current mailing address)

8. ALL LEGAL ACTIVITIES  
(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: JOE P. CAIN, JR.

Office Address: 893 S. COUNTY RD.  
PALM BEACH, FLA, Florida 33480  
(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.

[Signature]  
(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: JOE P. CAIN, JR.  
Address: 893 S. COUNTY Rd.  
PALM BEACH, FLA 33480

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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**B. OFFICERS**

President: JOE P. CAIN, JR.  
Address: 893 S. COUNTY Rd.  
PALM BEACH, FLA 33480

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)  
(Signature of Director or Officer listed in number 12 of the application)
14. JOE P. CAIN, JR., PRESIDENT  
(Typed or printed name and capacity of person signing application)

# SECRETARY OF STATE



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## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, XCEL-TEXAS, INC., as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 28, 2005, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on January 30, 2006.



*Dean Heller*

DEAN HELLER  
Secretary of State

By *Joan L. Dyer*  
Certification Clerk