

COVER LETTER

FILED
2009 JAN -6 P 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: New Filing Section
Division of Corporations

SUBJECT: MASA Benefits, 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:

Timothy W. Green
(Name of Person)

MASA Benefits, Inc.
(Firm/Company)

1250 W. Southlake Blvd.
(Address)

Southlake, TX 76092
(City/State and Zip code)

For further information concerning this matter, please call:

Timothy W. Green at (817) 430-4655
(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. **MASA Benefits, 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. **Texas**

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

3. _____

(FEI number, if applicable)

4. **2007**

(Date of incorporation)

5. **Perpetual**

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

6. **Not applicable**

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

7. **1250 W. Southlake Blvd., Southlake, TX 76092**

(Principal office address)

same

(Current mailing address)

8. **Any lawful business for which a for-profit corporation may do business.**

(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: **Travis Miller**

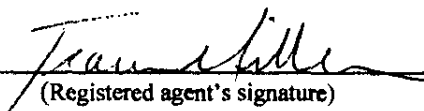
Office Address: **301 S. Bronough St., Ste 200**

Tallahassee, Florida **32301**
(City) (Zip code)

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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.


(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:

A. DIRECTORS

Chairman: Frank M. Halley

Address: 1250 W. Southlake Blvd.
Southlake, TX 76092

Vice Chairman: _____

Address: _____

Director: Timothy W. Green

Address: 1250 W. Southlake Blvd.
Southlake, TX 76092

Director: Randall S. Halley

Address: 1250 W. Southlake Blvd.
Southlake, TX 76092

B. OFFICERS

President: Timothy W. Green

Address: 1250 W. Southlake Blvd.
Southlake, TX 76092

Vice President: Randall S. Halley

Address: 1250 W. Southlake, TX 76092
Southlake, TX 76092

Secretary: Randall S. Halley

Address: 1250 W. Southlake, TX 76092

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. Timothy W. Green, Director and President

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

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TALLAHASSEE, FLORIDA

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



Hope Andrade
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for MASA Benefits, Inc. (file number 800824193), a Domestic For-Profit Corporation, was filed in this office on June 01, 2007.

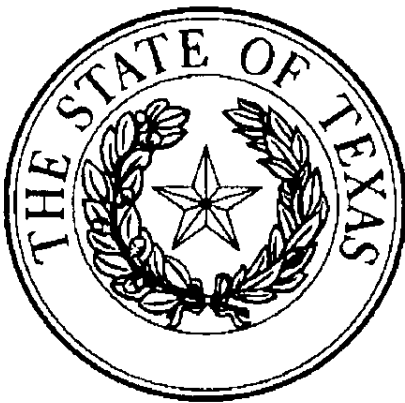
It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate TIMOTHY W. GREEN as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

1250 W. SOUTHLAKE BLVD.
SOUTHLAKE, TX - 76092 USA

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 January 02, 2009.

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2009 JAN -6 P 12:05
SECRETARY OF STATE
ALLAM/SS/SEC. FLOR.



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State