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(Business Entity Name)

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DIVISION OF CORPORATIONS  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. B. Myers FEB 07 2011



CT Corporation

1203 Governors Square Blvd.  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 878 5368 fax  
[www.ctlegalsolutions.com](http://www.ctlegalsolutions.com)

February 4, 2011

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

Re: Order #: 70257285 WO  
Customer Reference 1: None Given  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

Brick Acquisition Company (DE)  
Qualification  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan  
Senior Fulfillment Specialist  
[Connie.Bryan@wolterskluwer.com](mailto:Connie.Bryan@wolterskluwer.com)

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TALLAHASSEE, FLORIDA

## COVER LETTER

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

**SUBJECT:** Brick Acquisition Company  
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," or "Certificate of Good Standing" 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:

Michael E. Jones

Name of Person

CT Corporation

Firm/Company

350 N. St. Paul Street, Ste. 2900

Address

Dallas, TX 75201

City/State and Zip code

nmenking@brick.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael E. Jones

Name of Person

at ( 214 ) 979-1172 ext. 3686

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

**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. Brick Acquisition Company

(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. 27-4548246

(FEI number, if applicable)

4. 11/23/2010

(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. 3024 Acme Brick Plaza, Fort Worth, TX 76109

(Principal office address)

same

(Current mailing address)

8. Manufacture and sale of brick

(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.*

C T Corporation System

By: 

(Registered agent's signature)

Michael E. Jones  
Assistant Secretary

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TALLAHASSEE, FLORIDA

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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 *SEE ATTACHMENT***

Chairman: Dennis D. Knautz

Address: 3024 Acme Brick Plaza

Fort Worth, TX 76109

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

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

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

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

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

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

**B. OFFICERS *SEE ATTACHMENT***

President: Dennis D. Knautz

Address: 3024 Acme Brick Plaza

Fort Worth, TX 76109

Vice President: \_\_\_\_\_

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

Secretary: Judy B. Hunter

Address: 3024 Acme Brick Plaza, Fort Worth, TX 76109

Treasurer: Judy B. Hunter

Address: 3024 Acme Brick Plaza, Fort Worth, TX 76109

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

13. \_\_\_\_\_

*Nancy J. Menking*  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. \_\_\_\_\_

Nancy J. Menking, Asst. Secretary

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

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TALLAHASSEE, FLORIDA

**Attachment to Florida  
Officers & Directors**

- 1 Full Name: Ryan Hawkins  
Officer/Director: Officer  
Officer's Title: Assistant Treasurer  
Director's Title:  
Business Address: 3024 Acme Brick Plaza  
City: Fort Worth  
State: TX  
ZIP Code: 76109
- 2 Full Name: Nancy J. Menking  
Officer/Director: Officer  
Officer's Title: Assistant Secretary  
Director's Title:  
Business Address: 3024 Acme Brick Plaza  
City: Fort Worth  
State: TX  
ZIP Code: 76109
- 3 Full Name: Bill Seidel  
Officer/Director: Director  
Officer's Title:  
Director's Title: Director  
Business Address: 3024 Acme Brick Plaza  
City: Fort Worth  
State: TX  
ZIP Code: 76109
- 4 Full Name: Judy B. Hunter  
Officer/Director: Officer, Director  
Officer's Title: Vice President, Chief Financial Officer,  
Secretary, Treasurer  
Director's Title: Director  
Business Address: 3024 Acme Brick Plaza  
City: Fort Worth  
State: TX  
ZIP Code: 76109

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRICK ACQUISITION COMPANY" 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 THIRTY-FIRST DAY OF JANUARY, A.D. 2011.

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

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TALLAHASSEE, FLORIDA



4902772 8300

110097374

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8529303

DATE: 01-31-11