

8/19/2015 9:32 AM To: 0617 3(1) Page 1 of 1
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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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FOREIGN PROFIT/NONPROFIT CORPORATION

Alliance G.P. II, Inc

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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**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. Alliance G.P. II, 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. 08 22 2003

(Date of incorporation)

5. Perpetual

(Date of duration, if other than 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. 2415 E Camelback Rd Ste 600, Phoenix, AZ 85016

(Principal office address)

(Current mailing address, if different)

8. 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, FL 33324

(City)

Florida

(Zip code)

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TALLAHASSEE, FLORIDA

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9. 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 _____

Maria Ozaeta

(Registered agent's signature)

Maria Ozaeta, Vice President

10. 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.

8/19/2015 9:32:18 AM From: To: 8506176383(4/6)

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

A. DIRECTORS

Chairman: SEE ATTACHED

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: SEE ATTACHED

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.

12.

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. V. Jay Hiemenz, Vice President, Secretary and Treasurer

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

**EXHIBIT A (ITEM NOS. 11 A&B)
To
Application by Foreign Corporation
For
Authorization to Transact Business in Florida
Of
ALLIANCE G.P. II, INC.**

DIRECTORS:

**V. Jay Hiemenz
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

**Robert M. Hutt
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

**John T. Rippel
820 Gessner, Suite 1000
Houston, Texas 77024**

**Bruce C. Ward
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

OFFICERS:

**President: Bruce C. Ward
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

**Vice President, Secretary and Treasurer: V. Jay Hiemenz
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

**Vice President: Robert M. Hutt
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

**Vice President: John T. Rippel
820 Gessner, Suite 1000
Houston, Texas 77024**

**Vice President: Patrick W. Dukes
355 NE Ford Street
McMinnville, Oregon 97128**

**Vice President: Robert G. Weston, Jr.
2415 E. Camelback Road, Suite 600
Phoenix, Arizona 85016**

**Vice President: John Zeledon
174 West Comstock Avenue, Suite 111
Winter Park, Florida 32789**

**Vice President: Brian Austin
820 Gessner, Suite 1000
Houston, Texas 77024**

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TALLAHASSEE, FLORIDA

8/19/2015 9:32:18 AM From: To: 8506176383(6/6)
Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Carlos H. Cascos
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, Articles of Incorporation for Alliance G.P. II, Inc. (file number 800238124), a Domestic For-Profit Corporation, was filed in this office on August 22, 2003.

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

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 August 18, 2015.



A handwritten signature in black ink, appearing to read "Cascos", followed by a horizontal line.

Carlos H. Cascos
Secretary of State