

F95000000983

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: CSW MANAGEMENT SERVICES, 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:

William T. Gaynor, Jr.
(Name of Person)

Prairie States Life Insurance Co.
(Firm/Company)

440 Mt. Rushmore Road
(Address)

Rapid City, SD 57701
(City, State and Zip Code)

900001406919
-02/15/95--01052--007
*****35.00 *****35.00

500001420345
-03/03/95--01027--007
*****35.00 *****35.00

Should you need to call someone concerning this matter, please call:

William T. Gaynor, Jr. at (605) 348 - 1262
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 15, 1995

WILLIAM T. GAYNOR
PRAIRIE STATES LIFE INSURANCE
440 W. T. RUSHMORE ROAD
RAPID CITY, SD 57701

SUBJECT: CSW MANAGEMENT SERVICES, INC.
Ref. Number: W95000003541

We have received your document for CSW MANAGEMENT SERVICES, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 395A00006860

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. CSM Management Services, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Texas 3. 76-0148645
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06-27-85 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Will begin business upon qualification for a Florida Certificate of Authority.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 2010 North Loop West, Suite 210
Houston, TX 77018
(Current mailing address)

8. To transact any and all lawful business for which Corporations may
be incorporated under the Texas Business Corporation Act.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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 addresses of officers and/or directors:

A DIRECTORS

Chairman: Robert L. Ralich

Address: 640 Lee Road, Suite 303

Wayne, PA 19087

Vice Chairman: John A. Streetman

Address: 1225 Roberts Blvd., Suite 206

Kennesaw, GA 30144

Director: Bernhard M. Koch

Address: 640 Lee Road, Suite 303

Wayne, PA 19087

Director: _____

Address: _____

B. OFFICERS

President: Raymond E. Wilson

Address: 2010 North Loop West, Suite 210

Houston, TX 77018

Vice President: Thomas W. Alesi

Address: 640 Lee Road, Suite 303

Wayne, PA 19087

Secretary: William T. Gaynor, Jr.

Address: 440 Mt. Rushmore Road

Rapid City, SD 57701

Treasurer: Thomas W. Alesi

Address: 640 Lee Road, Suite 303

Wayne, PA 19087

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

13.

Robert L. Ralich

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

William T. Gaynor, Jr.; Secretary

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

Additional Officers

1. Suzzanne Smith
Vice President
2010 North Loop West, Suite 210
Houston, TX 77018



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

CWS MANAGEMENT SERVICES, INC.

were filed in this office and a certificate of incorporation was issued on

JUNE 27, 1985;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still 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
the City of Austin, on February 6, 1995.*

1087.

Antonio O. Garza, Jr.
Secretary of State

CEB