

F96000002918

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: T.S. Carpenter, Inc.
(Name of corporation - must include suffix)

800001861568
-06/13/96--01055--012
*****70.00 *****70.00

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:

Thomas S. Carpenter

(Name of Person)

Champion Fishing Company, Ltd.

(Firm/Company)

624 Clay Street

(Address)

Kerrville, TX 78028

(City, State and Zip Code)

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

Kenneth J. Zysko
(Name of Person)

at (210) 257 - 1252
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

**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. T.S. Carpenter, 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. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/24/96 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. June 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 624 Clay Street
Kerrville, TX 78028
(Current mailing address)
8. General Partner of Champion Fishing Company, Ltd.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida, 32301
(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.

Chris Roberts VP
(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: Thomas S. Carpenter

Address: Hwy. 27 No. 68
Mountain Home, TX 78058

Vice Chairman: N/A

Address: _____

Director: Stacy Carpenter

Address: Hwy. 27 No. 68
Mountain Home, TX 78058

Director: _____

Address: _____

B. OFFICERS

President: Thomas S. Carpenter

Address: Hwy. 27 No. 68
Mountain Home, TX 78058

Vice President: None

Address: _____

Secretary: Stacy Carpenter

Address: Hwy. 27 No. 68
Mountain Home, TX 78058

Treasurer: Stacy Carpenter

Address: Hwy. 27 No. 68
Mountain Home, TX 78058

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

13. X Thomas S. Carpenter
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas S. Carpenter, President
(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

T. S. CARPENTER, INC.
CHARTER# 1357375

were filed in this office and a certificate of incorporation was issued on
MAY 24, 1995;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

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*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 April 8, 1996.*

1087.

Antonio O. Garza, Jr.
Secretary of State

BAM