

F96000006490

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: National Retail & Commercial Contractors, 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:

Rodney Dearing

(Name of Person)

National Retail & Commercial Contractors, Inc.

(Firm/Company)

10850 Richmond Suite 216 Houston, TX 77042

(Address)

Houston, TX 77042

(City/State/Zip)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

Rodney Dearing
(Name of Person)

at (713) 785-6522
(Area Code & Daytime Telephone Number)

*Received
12/10*

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CT CORPORATION SYSTEM

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96 DEC 10 PM 11:15

1200 S. Pine Island Road
Plantation, FL 33324
Tel. 954 473 5503
Fax 954 476 0158

December 9, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: National Retail & Commercial Contractors, Inc.
Order #: 714030

Dear Sir/Madam:

As requested by counsel, we enclose for filing qualification documents on behalf of this corporation, together with funds in payment of the required fees. This document should be filed as soon as possible.

Evidence of the filing should be returned to counsel at the address listed below.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 800-432-3434.

Very truly yours,


Jennifer Forman
Customer Specialist

/jff

Enclosures

Special Instructions:

Rodney Dearing
National Retail & Commercial Contractors, Inc.
10850 Richmond, Suite 216
Houston, Texas 77042

**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:**

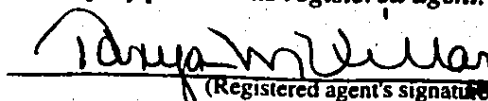
1. National Retail & Commercial Contractors, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Texas
(State or country under the law of which it is incorporated)
3. 76-0517391
(FBI number, if applicable)
4. 10-17-96
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. not applicable
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____
10850 Richmond Suite 216 Houston, TX 77042
(Current mailing address)
8. GENERAL CONTRACTOR PERFORMING INTERIOR FINISH OUTS
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: CT Corp. System

Office Address: 1200 South Pine Island
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.


TANYA M. VILLAR
(Registered agent's signature) SPECIAL ASSISTANT SECRETARY

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.

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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Charles Sheffield

Address: 6026 Dashwood Houston, Tx 77081

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Rodney Dearing

Address: 23034 Benbury Katy, TX 77450

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Rodney Dearing President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 10 AM 11:15



The State of Texas
Secretary of State

IT IS HEREBY CERTIFIED, THAT
NATIONAL RETAIL & COMMERCIAL CONTRACTORS, INC.
FILED ARTICLES OF INCORPORATION IN THIS OFFICE AND WAS ISSUED
A CERTIFICATE OF INCORPORATION ON

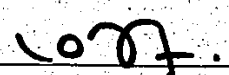
OCT. 16, 1996;

THAT SO FAR AS IS SHOWN BY THE RECORDS OF THIS
DEPARTMENT, NO CERTIFICATE OF DISSOLUTION HAS BEEN FILED FOR SAID
CORPORATION, AND IT IS STILL IN EXISTENCE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 10 AM 11:15

IN TESTIMONY WHEREOF, I HAVE HEREUNTO
SIGNED MY NAME AND CAUSED TO BE
IMPRESSED HEREON THE SEAL OF STATE ON
DEC. 3, 1996




Antonio O. Garza, Jr., Secretary of State