

Document Number Only

F97000006087

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

200002350402--8

-11/18/97--01039--026

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Gulf Acquisition Sub, Inc.

97 NOV 18 PM 12:25  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other ucc Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

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Updater

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W.P. Verifier

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

CR2E031 (1-89)

# 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. Gulf Acquisition Sub, 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. Tennessee 3. applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/27/97 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 111 Westwood Place, Suite 420  
Brentwood, TN 37027  
(Current mailing address)
8. Installation and service of HVAC equipment  
(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 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.

By: 

(Registered agent's signature)

**JENNIFER F. AULTMAN**  
**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.

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: See attached officers/directors rider

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: See attached officers/directors rider

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.

13.

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

14.

Anthony M. Schofield, Secretary

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

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### Officers

Alan R. Sielbeck, *President and Vice President*  
111 Westwood Place, Suite 420  
Brentwood, TN 37027

Lou N. Laderman, *Vice President*  
111 Westwood Place, Suite 420  
Brentwood, TN 37027

Anthony M. Schofield, *Secretary*  
111 Westwood Place, Suite 420  
Brentwood, TN 37027

### Directors

Alan R. Sielbeck  
111 Westwood Place, Suite 420  
Brentwood, TN 37027

Anthony M. Schofield  
111 Westwood Place, Suite 420  
Brentwood, TN 37027

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**Secretary of State**  
**Corporations Section**  
**James K. Polk Building, Suite 1800**  
**Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 10/27/1997  
REQUEST NUMBER: 97300029  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/27/1997  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0339701  
JURISDICTION: TENNESSEE

TO:  
WALLER LANSDEN DORTCH & DAVIS  
511 UNION STREET  
SUITE 2100  
NASHVILLE, TN 37219

REQUESTED BY:  
WALLER LANSDEN DORTCH & DAVIS  
511 UNION STREET  
SUITE 2100  
NASHVILLE, TN 37219

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
"GULF ACQUISITION SUB, INC"

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
INCORPORATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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FOR: REQUEST FOR CERTIFICATE

ON DATE: 10/27/97

FROM:  
WALLER LANSDEN ETC (511 UNION/NASHVILLE)  
SUITE 2100  
511 UNION STREET  
NASHVILLE, TN 37219-1760

RECEIVED: FEES \$10.00 \$10.00  
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002199381  
ACCOUNT NUMBER: 00000832



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE