F98000003573

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Transco, Inc.
(Name of corporation - must include suffix)

800002528198--3
-05/19/98--01011--001
*****70.00 *****70.00

Dear Sir or Madam:

W98-11387

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:

800002528198--3
-06/23/98--01093--001
***2715.00 ***2715.00

Carol Wilson
(Name of Person)

Transco, Inc.
(Firm/Company)

P.O. Box 6115
(Address)

Temple, TX 76503
(City/State/Zip)

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

Carol Wilson at (254) 770-5381
(Name of Person) (Area Code & Daytime Telephone Number)

mtn 6/23

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

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1998

CAROL WILSON
TRANSCO, INC.
PO BOX 6115
TEMPLE, TX 76503

SUBJECT: TRANSCO, INC.
Ref. Number: W98000011387

We have received your document for TRANSCO, INC. and your check(s) totaling $70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of $1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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 (850) 487-6097.

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Michael Mays
Document Specialist

Letter Number: 398A00027865

Department of State

Memorandum *Office of the General Counsel*

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: June 22, 1998

RE: Transco, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1994 of $715.00 and foreign non-qualified penalties of $ 2000.00 assessed at the statutory minimum of $500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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SECRETARY OF STATE

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. Transco, 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. Nevada
(State or country under the law of which it is incorporated)

3. 74-2715856
(FEI number, if applicable)

4. 08/02/94
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. 08/02/94
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 4747 McLane Parkway

Temple, TX 76504
(Current mailing address)

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DIVISION OF CORPORATIONS

8. Asset Management Company
(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: C T Corporation 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.

(Registered agent's signature)

MICHAEL E. JONES
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: William G. Rosier

Address: 4747 McLane Parkway
Temple, TX 76504

Vice Chairman: _____

Address: _____

Director: R. D. Harger

Address: 4747 McLane Parkway
Temple, TX 76504

Director: Terry McElroy

Address: 4747 McLane Parkway
Temple, TX 76504

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

President: William G. Rosier

Address: 4747 McLane Parkway
Temple, TX 76504

Vice President: R. D. Harger

Address: 4747 McLane Parkway
Temple, TX 76504

Secretary: Len Mewhinney

Address: 4747 McLane Parkway
Temple, TX 76504

Treasurer: Kevin J. Koch

Address: 4747 McLane Parkway
Temple, TX 76504 See attached list

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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. Kevin J. Koch/Treasurer
(Typed or printed name and capacity of person signing application)

TRANSCO, INC.
State of Florida
Application for Certificate of Authority

NAME	TITLE	ADDRESS
Caroline R. Mann	Asst. Treasurer	4747 McLane Parkway, Temple, TX 76504
Donald Graves	Asst. Secretary	4747 McLane Parkway, Temple, TX 76504

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SECRETARY OF STATE

STATE OF NEVADA

CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TRANSCO, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 2, 1994, and is in good standing in this state.

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98 JUN 23 P2:08
SECRETARY OF STATE
DIVISION OF CORPORATIONS

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on May 8, 1998.

Dean Heller
Secretary of State

By
Certification Clerk