

F980000004392

Document Number Only

CF Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

100002605231--5  
-08/03/98--01058--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Meritt Acquisition Corp.

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

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☐ Photo Copies

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**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. Merritt Acquisition Corp.

(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. Delaware

(State or country under the law of which it is incorporated)

3. Applied for

(FEI number, if applicable)

4. July 28, 1998

(Date of incorporation)

5. Perpetual

(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. 8 Greenway Plaza, Suite 1500

Houston, Texas 77046

(Current mailing address)

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8. Commercial service and replacement of heating and air conditioning

(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation

Florida,

33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.



C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

E. A. Wallace, Asst Secretary

(Type Name and Title of Officer)

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

Director ~~Chairman~~ Donald Luke

Address: 8 Greenway Plaza, Suite 1500

Houston, Texas 77046

Director ~~Vice Chairman~~ Alfred R. Roach, Jr.

Address: 8 Greenway Plaza, Suite 1500

Houston, Texas 77046

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Donald Luke

Address: 8 Greenway Plaza, Suite 1500

Houston, Texas 77046

Vice President: Randolph W. Bryant

Address: 8 Greenway Plaza, Suite 1500

Houston, Texas 77046

Secretary: Randolph W. Bryant

Address: 8 Greenway Plaza, Suite 1500

Houston, Texas 77046

**\*\*SEE ADDENDUM FOR ADDITIONAL OFFICERS\*\***

Treasurer: None

Address: \_\_\_\_\_  
\_\_\_\_\_

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

13. \_\_\_\_\_

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

14. \_\_\_\_\_

Vice President and Secretary

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

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**ADDENDUM OF ADDITIONAL OFFICERS**

1. Chester J. Jachimiec Vice President  
8 Greenway Plaza, Suite 1500  
Houston, Texas 77046
2. Barry D. Harbour Vice President  
8 Greenway Plaza, Suite 1500  
Houston, Texas 77046
3. Daniel W. Kipp Vice President  
8 Greenway Plaza, Suite 1500  
Houston, Texas 77046
4. Darren B. Miller Vice President and Chief Financial Officer  
8 Greenway Plaza, Suite 1500  
Houston, Texas 77046
5. Drew Tingleaf Vice President  
8 Greenway Plaza, Suite 1500  
Houston, Texas 77046
6. Tony Visage Vice President  
8 Greenway Plaza, Suite 1500  
Houston, Texas 77046

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERRITT ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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981294513

AUTHENTICATION:

DATE:

9222485

07-29-98