

F980000006328

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

700002689537--8
-11/17/98--01055--002
*****70.00 *****70.00

SUBJECT: DANIEL MEASUREMENT SERVICES, 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:

JOE FLEET
(Name of Person)

DANIEL INDUSTRIES, INC.
(Firm/Company)

P.O. BOX 19097
(Address)

HOUSTON, TX 77224
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

LL 11/17

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

JOE FLEET at 713-827-5137
(Name of Person) (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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

DANIEL

Industries, Inc.

9753 Pine Lake Drive
P.O. Box 19097
Houston, Texas 77224
Telephone (713) 467-6000
Fax: (713) 827-4805

November 10, 1998

VIA OVERNIGHT MAIL

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

RE: Daniel Measurement Services, Inc.

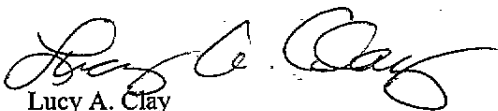
To Whom It May Concern:

Enclosed please find an original and one copy of an Application by Foreign Corporation for Authorization to Transact Business in Florida to be filed along with the necessary filing fees.

Please file-stamp the copy and return with your letter of acknowledgement via the enclosed pre-paid, self-addressed overnight envelope.

If you should have any questions, please call Lucy Clay at 713-827-3329. Thank you.

Sincerely,



Lucy A. Clay
Sr. Tax Clerk

Enclosures

FT

1. DANIEL MEASUREMENT SERVICES, INC.

2. DELAWARE

3. 76-0497827

4. MARCH 28, 1996

5. PERPETUAL

6. JANUARY 1, 1999

7. P.O. BOX 19097

HOUSTON, TX 77224

8. SEE ATTACHED PURPOSE CLAUSE

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION

, Florida,

33324

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.

position as registered agent.

Victor Alfaro

(Registered agent's signature)

Victor Alfano, Asst. 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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: SEE ATTACHED LIST OF DIRECTORS

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED LIST OF OFFICERS

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

14. MICHAEL R. YELLIN, SECRETARY/TREASURER
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

**APPENDIX TO FLORIDA
APPLICATION BY FOREIGN CORPORATION
TO TRANSACT BUSINESS IN FLORIDA**

**PURPOSE CLAUSE OF
DANIEL MEASUREMENT SERVICES, INC.**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of the State of Delaware.

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TALLAHASSEE FLORIDA

**APPENDIX TO FLORIDA
APPLICATION BY FOREIGN CORPORATION
TO TRANSACT BUSINESS IN FLORIDA**

**OFFICERS OF
DANIEL MEASUREMENT SERVICES, INC.**

1. J. D. Sitton, President
9753 Pine Lake Drive
Houston, Texas 77055
2. Michael B. Johnson, Vice President
9753 Pine Lake Drive
Houston, Texas 77055
3. Peter Brehm, Vice President
9753 Pine Lake Drive
Houston, Texas 77055
4. James M. Tidwell, Vice President
9753 Pine Lake Drive
Houston, Texas 77055
5. Michael R. Yellin, Secretary/Treasurer
9753 Pine Lake Drive
Houston, Texas 77055
6. Katie-Pat Bowman, Assistant Secretary
9753 Pine Lake Drive
Houston, Texas 77055

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TALLAHASSEE FLORIDA

**APPENDIX TO FLORIDA
APPLICATION BY FOREIGN CORPORATION
TO TRANSACT BUSINESS IN FLORIDA**

**DIRECTORS OF
DANIEL MEASUREMENT SERVICES, INC.**

1. Alex Newton
9753 Pine Lake Drive
Houston, Texas 77055
2. James M. Tidwell
9753 Pine Lake Drive
Houston, Texas 77055
3. J. D. Sitton
9753 Pine Lake Drive
Houston, Texas 77055

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TALLAHASSEE FLORIDA

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 "DANIEL MEASUREMENT SERVICES, INC." 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 THIRTIETH DAY OF OCTOBER, A.D. 1998.



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981416739



Edward J. Freel, Secretary of State

AUTHENTICATION:

9381661

DATE:

10-30-98

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FILED