

Document Number Only

F98000007081

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100002725221-1

-12/29/98--01070--010

*****70.00 *****70.00

Polk Power GP II, Inc.

☒ Profit

☐ NonProfit

☒ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ UCC-1 UCC-3

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

98 DEC 29 AM 8:18

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DIVISION OF CORPORATIONS

012/30

Name
Availability

Document
Examiner

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Verifier

Acknowledgment

W.P. Verifier

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Thanks, Melanie

DEC 29 1998

CR2E031 (1-89)

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DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Polk Power GP II, 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. Delaware

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

3. 75-2562611

(FEI number, if applicable)

4. March 20, 1995

(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. 1616 Woodall Rodgers Freeway, Dallas, TX 75202

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized

(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 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)

Randy A. Shelly, Special 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.

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: See attached list of directors.

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

14. Philip T. Schnorbach, Secretary
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business
in Florida

Directors of
Polk Power GP II, Inc.

1. Lee D. Atkins
1616 Woodall Rodgers Freeway
Dallas, Texas 75202
2. John R. Cunningham
1001 Louisiana
Houston, Texas 77002
3. Bruce J. Curatola
1001 Louisiana
Houston, Texas 75002
4. Michael T. Moran
1616 Woodall Rodgers Freeway
Dallas, Texas 75202

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business
in Florida

**Officers of
Polk Power GP II, Inc.**

1. John R. Cunningham, Chief Executive Officer
1001 Louisiana
Houston, Texas 77002
2. Michael T. Moran, President
1616 Woodall Rodgers Freeway
Dallas, Texas 75202
3. Timothy M. Milne, Chief Financial Officer
1001 Louisiana
Houston, Texas 77002
4. Allan Wade Smith, General Manager
1616 Woodall Rodgers Freeway
Dallas, Texas 77002
5. Philip T. Schnorbach, Secretary
1616 Woodall Rodgers Freeway
Dallas, Texas 75202
6. David L. Siddall, Assistant Secretary
1001 Louisiana
Houston, Texas 77002

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POLK POWER GP II, 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 TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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

Edward J. Freel, Secretary of State

2490671 8300

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AUTHENTICATION: 9488999

DATE: 12-28-98