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C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

CORPORATION(S) NAME

700003042857--0
-11/12/99--01079--022
*****70.00 *****70.00

CHR Solutions, Inc.

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
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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:

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1. CHR Solutions, 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. Texas
(State or country under the law of which it is incorporated)
3. 75-1169463
(FEI number, if applicable)
4. April 4, 1960
(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. 2711 LBJ Freeway, Ste. 560
Dallas, TX 75234-7321
(Current mailing address)
8. To engage in engineering, wireless, data communications, strategic, regulatory, financial, marketing and managerial consulting.
(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

Vivianne Jones

(Registered agent's signature) (Officer)

**Vivianne Jones
Special Assistant 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

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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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.

C. Roger Hutton, President

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

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**CHR Solutions, Inc.
Board of Directors and Officers**

Board of Directors

Name Title	David E. Sharbutt	W. R. Overman	Conley Cathey	C. Roger Hutton	Steven Steele	To Be Determined
	Chairman of the Board	Group President	President	Sr. Vice President		
Bus Address	4747 S Loop 289 Lubbock, TX 79424	4747 S Loop 289 Lubbock, TX 79424	2711 LBJ Freeway, STE 560 Dallas, TX 75234-7321	2711 LBJ Freeway, STE 560 Dallas, TX 75234-7321	4747 S Loop 289 Lubbock, TX 79424	
HM Address	4606 91st ST Lubbock, TX 79424	9604 Toledo Lubbock, TX 79424	2025 Lemans DR Carrollton, TX 75006	1900 Shady Oaks DR Southlake, TX 79423	3717 100th ST Lubbock, TX 79423	
SS#	455-84-5092	451-96-0150	257-52-2918	458-72-2228	453-02-5254	

Officers

Name Title	W. R. Overman	C. Roger Hutton	Conley Cathey	David Jones	Paula Sexton	Gail McVicker
	COB, Group President	CEO, President	Group President	Group President	Secretary	Treasurer
Bus Address	4747 S Loop 289 Lubbock, TX 79424	2711 LBJ Freeway, STE 560 Dallas, TX 75234-7321	2711 LBJ Freeway, STE 560 Dallas, TX 75234-7321	3300 Holcomb Bridge RD, STE 286 Norcross, GA 30092-3238	4747 S Loop 289 Lubbock, TX 79424	4747 S Loop 289 Lubbock, TX 79424
HM Address	9604 Toledo Lubbock, TX 79424	1900 Shady Oaks DR Southlake, TX 76092	2025 Lemans DR Carrollton, TX 75006	1091 Laurel PL Athens, GA 30606	5504 96th ST Lubbock, TX 79424	4626 Grinnell Lubbock, TX 79416
SS#	451-96-0150	458-72-2228	257-52-2918	226-60-0425	452-77-8578	461-02-4338

Name Title
Rae Lynn Wilson
Assistant Secretary

Bus Address
2711 LBJ Freeway, STE 560
Dallas, TX 75234-7321

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The State of Texas

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IT IS HEREBY CERTIFIED that
Articles of Incorporation of

CHR SOLUTIONS, INC.
File No. 164143-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on November 3, 1999.*



Elton Bomer
Secretary of State

PH