



SMART  
DEALER PARTS, L.C.

M990000016 12

6655 Roxburgh • Suite 300  
Houston, Texas 77041  
713/983-6641

713/983-6898 Fax

E-mail: smartdlr@aol.com

Web Page: <http://www.smartdealerparts.com>

September 8, 1999

Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

600002984586--8  
-09/13/99--01032--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

To Whom It May Concern:

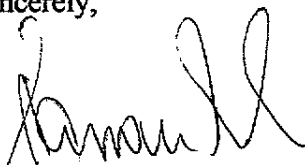
600002984586--8  
-10/04/99--01122--001  
\*\*\*\*197.50 \*\*\*\*197.50

Enclosed is our Application by Foreign Corporation to Transact Business in Florida,  
Certificate of Organization & Texas Controller of Public Accounts Letter of Good  
Standing, along with our check in the amount of \$87.50.

Please note that Gulfcorp Trading Company, L.C. does business as Smart Dealer Parts,  
L.C.

Awaiting your reply.

Sincerely,

  
Abdullah Ali  
President

FILED  
99 SEP 13 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WAA-21216

00789/00707  
00676/00647  
00671  
10-12-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 4, 1999

ABDULLAH H. ALI  
6655 ROXBURG, SUITE 300  
HOUSTON, TX 77041

SUBJECT: SMART DEALER PARTS, L.C.  
Ref. Number: W99000021216

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99 SEP 13 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for SMART DEALER PARTS, L.C. and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

The certificate of existence you provided is for GULFCORP TRADING COMPANY, L.L.C. Please provide a certificate of existence for SMART DEALER PARTS, L.C.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 799A00048090



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 15, 1999

ABDULLAH H. ALI  
6655 ROXBURG, SUITE 300  
HOUSTON, TX 77041

SUBJECT: SMART DEALER PARTS, L.C.  
Ref. Number: W99000021216

FILED  
99 SEP 13 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for SMART DEALER PARTS, L.C. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

There is a balance due of \$197.50.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 899A00045408

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Smart Dealer Parts, L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Texas  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 76-0440958  
(FEI number, if applicable)
4. 10-5-94  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 6/10/99  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 8430 N.W. 66th St., Miami, FL 33166 - Florida office  
6655 Roxburgh, Suite 300, Houston, TX 77041 - Main office Texas  
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>John Morrison</u>	<u>Manager</u>		

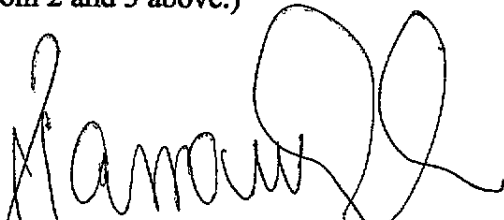
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Smart Dealer  
Parts, L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ \$00,000.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 300,000.  
(This total includes amounts from 2 and 3 above.)



9/27

**Signature of a member or an authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

Abduallah H. Ali

Typed or printed name of signee

**FILED**  
99 SEP 13 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Filing Fee: \$250.00 for Application and Affidavit**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Smart Dealer Parts, L.C.

2. The name and the Florida street address of the registered agent and office are:

John Morrison

(Name)

8430 N.W. 66th St.

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami

FL

33166

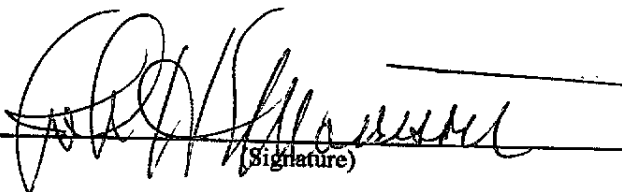
City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**



# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED that  
Articles of Organization of

SMART DEALER PARTS, L.C.  
File No. 07008731-22

were filed in this office and a certificate of organization was issued to this limited liability company, and no certificate of dissolution is in effect and the company is currently in existence.

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99 SEP 23 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*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 September 22, 1999.*

Elton Bomer  
Secretary of State

MAC