

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

FABCO GP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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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. FABCO GP, 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 3. applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 12/17/2001 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.135, F.S.)
- 7. 1490 FRANCES DRIVE, DAYTONA BEACH, FL 32124
(Principal office address)
1490 FRANCES DRIVE, DAYTONA BEACH, FL 32124
(Current mailing address)

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- 8. Any and all lawful activities for which a corporation may engage in the State of Florida
Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

- 9. Name and ~~street~~ address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Capitol Corporate Services, Inc.
Office Address: 1333 North Duval Street
Tallahassee, Florida 32303
(City) (Zip code)

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.

Dellani Case asst. sec.
(Registered agent's signature)

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Sammy Vaughn
Address: 1490 Frances Drive, Daytona Beach, FL 32124

Vice Chairman: _____
Address: _____

Director: T. Martin Phillips
Address: 3200 Devine, Suite 201, Columbia, SC 29205

Director: Roger A. Stout
Address: 3200 Devine, Suite 201, Columbia, SC 29205

B. OFFICERS

President: Sammy Vaughn
Address: 1490 Frances Drive, Daytona Beach, FL 32124

Vice President: Roger A. Stout
Address: 3200 Devine, Suite 201, Columbia, SC 29205

Secretary: Gregory T. Sangalis
Address: 1300 Post Oak Blvd, Ste 800, Houston, TX 77056

Treasurer: Sharon Burt
Address: 3200 Devine, Suite 201, Columbia, SC 29205

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

13. *Gregory T. Sangalis*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gregory T. Sangalis
(Typed or printed name and capacity of person signing application)

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Delaware

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The First State

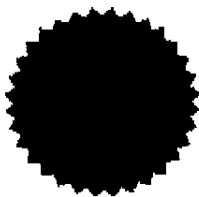
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FABCO GP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2002.

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AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FABCO GP, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2001.

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.



Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1624249

DATE: 02-21-02

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