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Florida Department of State
Division of Corporations
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FOREIGN PROFIT/NONPROFIT CORPORATION
Sphere 3 Environmental, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

MRS 9/30

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Sphere 3 Environmental, 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," or "Certificate of Good Standing" 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:

W. Gayle Kirkland
Name of Person
Sphere 3 Environmental, Inc.
Firm/Company
1501 Bill Owens Pkwy
Address
Longview, Texas 75604
City/State and Zip code
kirkland@sphere3environmental.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

W. Gayle Kirkland at (903) 297-4673
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Sphere 3 Environmental, Inc.
 (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. 36-4517868
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/11/2002 5. Perpetual
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
 (Date first transacted business in Florida, if prior to registration)
 (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. Sphere 3 Environmental, Inc.
 (Principal office address)
1501 Bill Owens Pkwy, Longview, Texas 75604
 (Current mailing address)

8. Environmental Consulting
 (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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
 (City) (Zip code)

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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.

C T Corporation System
 By: Vickie M. Cunningham, ASST. SECRETARY
 (Registered agent's signature)
VICKIE M. CUNNINGHAM

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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TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: W. Gayle Kirkland

Address: 1501 Bill Owens Parkway
Longview, Texas 75604

Vice Chairman: _____

Address: _____

Director: Adam T. Black

Address: 1501 Bill Owens Pkwy
Longview, Texas 75604

Director: Jackie Starts

Address: 1501 Bill Owens Pkwy
Longview, Texas 75604

B. OFFICERS

President: W. Gayle Kirkland

Address: 1501 Bill Owens Pkwy
Longview, Texas 75604

Vice President: Adam T. Black

Address: 1501 Bill Owens Pkwy
Longview, Texas 75604

Secretary: Adam T. Black

Address: 1501 Bill Owens Pkwy, Longview, Texas 75604

Treasurer: W. Gayle Kirkland

Address: 1501 Bill Owens Pkwy, Longview, Texas 75604

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

13. W. Gayle Kirkland
(Signature of Director or Officer listed in number 12 of the application)

14. W. Gayle Kirkland / CEO - President
(Typed or printed name and capacity of person signing application)

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



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Hope Andrade
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for Sphere 3 Environmental, Inc. (file number 800133440), a Domestic For-Profit Corporation, was filed in this office on October 11, 2002.

It is further certified that the entity status in Texas is 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 Austin, Texas on September 29, 2010.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State