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October 24, 1995

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Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: **SHIRLEY & SONS CONSTRUCTION CO., INC.**  
Order #: 391759

Counsel: Christine Shippey  
Shirley & Sons Construction Co., Inc.  
P. O. Box 429  
Cleveland, TX 77328


Gentlemen:

As requested by counsel, we enclose for filing  
**Application for Authority** on behalf of this corporation,  
together with funds in payment of the required fees.  
This document should be filed as soon as possible.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing  
cannot be effected promptly, please notify this office of  
the details by calling our toll-free number: 1-800-324-  
0754.

Very truly yours,

  
Rodney Lisembee  
Customer Specialist

RL:lwk

Enclosure(s)

**Special Instructions:**

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:*

1. SHIRLEY & SONS CONSTRUCTION CO., 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. 74-1871807

(FEI number, if applicable)

4. April 19, 1976

(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 817.156, F.S.))

7. P.O. Box 429, Cleveland, Texas 77328

(Current mailing address)

8. General construction, specializing in erosion control, shoreline protection, piers, decks and boathouses.  
(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

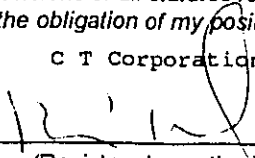
Office Address: c/o C T Corporation System, 1200 South Pine  
Island Road

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

  
\_\_\_\_\_  
(Registered agent's signature) (Officer)

Kirk Hood, Asst. 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: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

13. Ronald R. Shirley  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ronald R. Shirley, President  
(Typed or printed name and capacity of person signing application)

ATTACHMENT TO APPLICATION FOR CERTIFICATE OF AUTHORITY

OF

SHIRLEY & SONS CONSTRUCTION CO., INC.

LIST OF OFFICERS/DIRECTORS

Ronald R. Shirley  
President

Rt. 1, Box 97C, Cleveland, TX 77327

Larry Edwards  
Asst. Vice President

54 Woodbranch, New Caney, TX 77357

Grover D. Shirley  
Secretary

Rt. 1, Box 97C, Cleveland, TX 77327



# The State of Texas

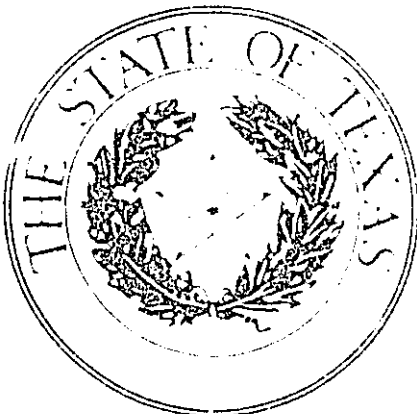
SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that  
Articles of Incorporation  
of


SHIRLEY & SONS CONSTRUCTION CO., INC.

were filed in this office and a certificate of incorporation was issued on  
APRIL 19, 1976;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and  
that the corporation is still 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 October 16, 1995.*

  
Antonio O. Garza, Jr.  
Secretary of State

C.E.B