

F98000004887

Florida Filing & Service Services

Requestor's Name
P.O. Box 10662

Address
Tully FL 32302 688-4318

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Southwest Texas Packaged Ice Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
WJ/28

- Walk in
 Pick up time _____
 Mail out
 Will wait
 Photocopy
 Certified Copy
 Certificate of Status

RECEIVED
 98 AUG 28 PM 12:33
 DIVISION OF CORPORATION

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials	
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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. Southwest Texas Packaged Ice, 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. Nevada
(State or country under the law of which it is incorporated)

3. Applied for
(FEI number, if applicable)

4. 8-14-98
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 8572 Katy Freeway, #101
Houston, TX 77024
(Current mailing address)

8. ice manufacture and distribution
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida, 32301
(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.

Cherphor...
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: see attached list _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: _____

Address: see attached list _____

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.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. A. J. Lewis, III, President _____
(Typed or printed name and capacity of person signing application)

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DIRECTORS

NAME OF DIRECTOR	ADDRESS
James F. Stuart	8572 Katy Freeway, Suite 101 Houston, Texas 77024
A.J. Lewis III	5131 Broadway San Antonio, Texas 78209
Steven P. Rosenberg	C/O Nutricept, Inc. 11220 Grader St., Ste. 100 Dallas, Texas 75248
Richard A. Coonrod	5720 Smetana Drive, Suite 300 Minnetonka Minnesota 55343
Rod J. Sands	5121 Broadway San Antonio, Texas 78209
Robert G. Miller	30518 Via Maria Elena Bosnall California 92003
Arthur E. Biggs, Sr.	3201 St. Charles Place Boca Raton, Florida 33434

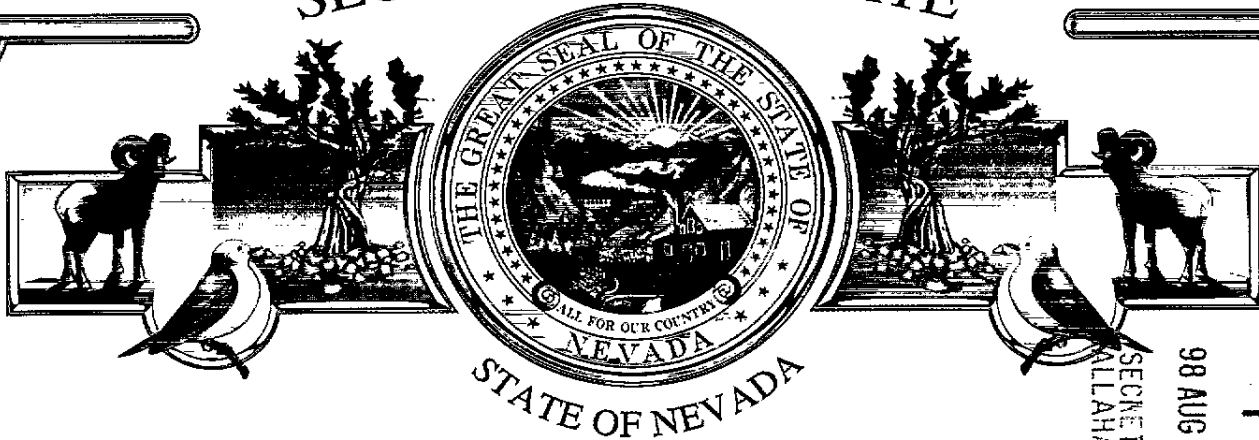
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OFFICERS

NAME OF OFFICER	ADDRESS	TITLE
James F. Stuart	8572 Katy Freeway, Suite 101 Houston, Texas 77024	Chairman of the Board of Directors and Chief Executive Officer
A.J. Lewis III	5131 Broadway San Antonio, Texas 78209	President and Secretary
Jimmy C. Weaver	3535 Travis Street, Suite 170 Dallas, Texas 75204	Executive Vice President and Chief Operating Officer
James C. Hazlewood	8572 Katy Freeway, Suite 101 Houston, Texas 77024	Chief Financial Officer and Treasurer
H.D. Wiginton	8572 Katy Freeway, Suite 101 Houston, Texas 77024	Senior Vice President - Marketing
Leonard A. Bedell	8572 Katy Freeway, Suite 101 Houston, Texas 77024	Senior Vice President - Central Area Operations
Graham D. Davis	3535 Travis Street, Suite 170 Dallas, Texas 75204	Senior Vice President - Western Area Operations
Joseph A. Geloso	3535 Travis Street, Suite 170 Dallas, Texas 75204	Vice President - Eastern Area Operations
Dale M. Johnson	8572 Katy Freeway, Suite 101 Houston, Texas 77024	Senior Vice President - Integration and Acquisition
Michael Busch	8572 Katy Freeway, Suite 101 Houston, Texas 77024	Vice President - In-store Bagging Operations
Ben Key	3535 Travis Street, Suite 170 Dallas, Texas 75204	Vice President - Marketing

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CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **SOUTHWEST TEXAS PACKAGED ICE, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 14, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on August 25, 1998.



Dean Heller
Secretary of State

By

J. J. Muschel
Certification Clerk