

Filing and License Fee: \$310.00 minimum

ID Number: \_\_\_\_\_



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is CASTLES DESIGN GROUP, P.C.
2. It is incorporated under the laws of TEXAS
3. The name, if different, which it elects to use in Rhode Island is:
  - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:  
Castles Design Group, Inc.
  - (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:  
\_\_\_\_\_
4. The date of its incorporation is October 11, 2010 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 3801 Kirby Dr., Suite 600  
Houston, TX 77098
6. The address of its proposed registered office in Rhode Island is 155 South Main Street, Suite 301  
(Street Address, not P.O. Box)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is CT Corporation System  
(Name of Agent)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
Professional architectural services.
8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	Name	Address
Director	<u>E. Wayne Alderman</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>
Director	<u>Larry L. Christian</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>
Director	<u>Kenneth L. Tumell</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>
Director	<u>Alexander Pazzino</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>

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By [Signature] 143216

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- (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>E. Wayne Alderman</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>
Vice President	<u>Larry L. Christian</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>
Treasurer	<u>Alexander Fazzino</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>
Secretary	<u>Larry L. Christian</u>	<u>3801 Kirby Dr., Suite 600, Houston, TX 77098</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>100,000</u>	<u>Common</u>		<u>\$5.00</u>

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 87,000.00
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.00
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0.00 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 6,000,000.00
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 15,000.00
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.25 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: April 25, 2011

E. Wayne Alderman

Signature of Authorized Officer of the Corporation

E. Wayne Alderman, President

Type or Print Name of Authorized Officer

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



Hope Andrade  
Secretary of State

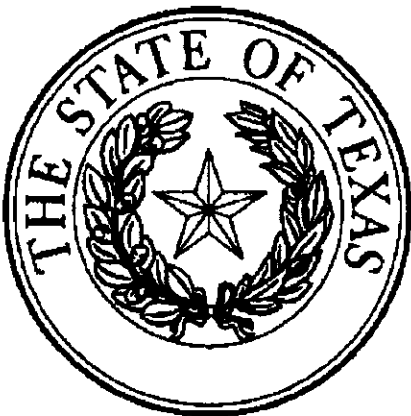
## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for CASTLES DESIGN GROUP, P.C. (file number 801329489), a Domestic Professional Corporation, was filed in this office on October 11, 2010.

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 April 25, 2011.



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Department of Business Regulation  
DIVISION OF DESIGN PROFESSIONALS  
1511 Pontiac Avenue, Bldg. 68-2  
Cranston, RI 02920  
(401) 462-9530 Fax: (401) 462-9532 www.bdp.state.ri.us

14 April 2011

CASTLES DESIGN GROUP, P.C.  
3801 KIRBY, SUITE 600  
HOUSTON, TX 77098

Dear Sir/Madam:

Your request for Certificate of Authorization (COA) has been reviewed and approved by the Rhode Island Board of Examination and Registration of Architects (the "Board"). In accordance with the procedures adopted by this Board, you are requested to provide the following information.

The document requested by the Board is a CERTIFICATE OF GOOD STANDING, not Certificate of Authority, issued by the Rhode Island Secretary of State's Office, indicating that at the present time your corporate entity is in good standing insofar as registration procedures required by the Secretary of State's Office. The Board is requesting that the original certificate of such notice be provided within 60 days. A copy of this letter must accompany your certificate of authority application, along with the required fee for a certificate of good standing, to the Secretary of State's office.

You can contact the Rhode Island Secretary of State's Office by calling (401) 222-3040. Ask for corporations and explain you need the necessary papers to become registered in the State of Rhode Island.

Upon receipt of this CERTIFICATE OF GOOD STANDING, the Board will issue your Certificate of Authorization. If you have any questions, please feel free to contact this Board.

Please be advised that until receipt of this CERTIFICATE OF GOOD STANDING, your application is considered incomplete and you are not authorized to practice architecture in the state of Rhode Island.

Very truly yours,

BOARD OF EXAMINATION AND  
REGISTRATION OF ARCHITECTS

Christian J. Ladds, AIA  
Secretary

CJL/dmb

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