

Filing Fee: \$100.00

ID Number:

163660



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION

APR 30 2007 9:06

Pursuant to the provisions of Section 7-13-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is Universal Fidelity L.P.
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:

2. The limited partnership is organized under the laws of Texas
and the date of its formation is December 31, 2004

3. The general character of the business it proposes to transact in Rhode Island is:

Debt Collections

4. The name and address of the agent for service of process is CT Corporation System
(Name of Agent)
10 Weybossett St. Providence RI 02903
(Street Address, not P O Box) (City/Town) (Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:

1445 Langham Creek Drive
Houston TX 77024

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By [Signature]
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7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
<u>TERRY W SIMONDS</u>	<u>1445 Langham Creek Drive</u>
	<u>Houston TX 77084</u>
<u>TWS Interests LLC</u>	<u>1445 Langham Creek Drive</u>
	<u>Houston TX 77084</u>

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

1445 Langham Creek Drive

Houston TX 77084

9. A mailing address for the foreign limited partnership is 1445 Langham Creek Drive
- Houston TX 77084

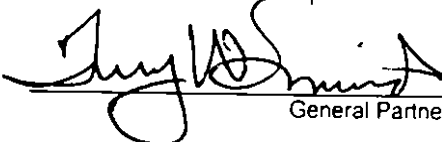
10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

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

Date: April 17, 2007

Terry W. Simonds Universal Fidelity LP

Print Exact Name of Limited Partnership Making Application

By 

General Partner

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



Roger Williams
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, Articles of Conversion for UNIVERSAL FIDELITY L.P. (file number 800422911), a Domestic Limited Partnership (LP), was filed in this office on December 08, 2004.

It is further certified that the entity status in Texas is in existence.

Delayed Effective date: December 31, 2004

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 17, 2007.



A handwritten signature of Roger Williams in black ink.

Roger Williams
Secretary of State