### ARTICLES OF INCORPORATION

OF

FILED
In the Office of the
Secretary of State of Texas

WHISENANT & LYLE WATER SERVICES, INC. MAR 05 2003

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

## ARTICLE ONE

The name of the corporation is WHISENANT & LYLE WATER SERVICES, INC.

## ARTICLE TWO

The period of its duration is perpetual.

### ARTICLE THREE

The purpose of the corporation is the transaction of any or all lawful business for which a corporation may be incorporated under the Texas Business Corporation Act.

#### ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 common shares of the par value of One Dollar (\$1.00) per share.

### ARTICLE FIVE

The corporation will not commence business until there is received from the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000.00), consisting of money, labor done or property actually received.

### ARTICLE SIX

The address of its initial registered office is P.O. Box 525, Dripping Springs, Texas 78620, and

the name of its initial registered agent at that address is John Patrick Lyle.

# ARTICLE SEVEN

The number of directors constituting the initial Board of Directors are two (2) and the names and addresses of the person who is to serve as director until the first annual meeting of shareholders, or until her respective successors are elected and qualified is:

Name:

Address:

John Patrick Lyle

P.O. Box 525

Dripping Springs, Texas 78620

Raymond O. Whisenant, Jr.

P.O. Box 525

Dripping Springs, Texas 78620

### ARTICLE EIGHT

The incorporator is at least eighteen (18) years of age and his name and address is as follows:

Name:

Address:

Nelson M. Davidson, Jr.

1220 Highway 290 West, Suite 100 Dripping Springs, Texas 78620

IN WITNESS WHEREOF, I have hereunto set my hand this the 4th day of March, A.D., 2003.

NELSON M. DAVIDSON, JR.

Comptroller of Public 05-102 (Rev. 7-03/22) FORM a. T Code X = 13196 Franchise	3333	b. 🖿		4148:	372329
TEXAS FRANCHISE TAX	Dank	c. Tax	payer identification		d. Report year
PUBLIC INFORMATION REPORT			11342416		2004
MUST be filed to satisfy franchise tax requirements		-			•
Corporation name a	nd address		$\overline{}$		1
WHISENANT & LYLE WATER S	ERVICES INC		e. PIR / INI		1, 2, 3, 4
P O BOX 525				•	hartered number
DRIPPING SPRINGS TX	78620		Item k on F		
			Form 05-14		0180703
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necessary. The information will be available for public in	•				gn below!
Check here if there are currently no changes to the	information preprinted	d in Section A			ector information is reported
of this report. Then, complete Sections B and C.		·			a Public Information Report
Corporation's principal office	DDIDDING CD	DINGS MW 7	0000	•	The information is updated
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Principal place of business P O BOX 525	DOTOBTMC CO	RINGS TX 7	8620		quirement or procedure for
	DRIPPING SPI		0020		the information as officers
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NAME RAYMOND O WHISENANT JR	TITLE		X YES	ierm exp	iration (mm-dd-yyyy)
			IA TES		
MAILING ADDRESS     P O BOX 525 DRIPPING SPRI					
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JOHN PATRICK LYLE	1116		X YES	_ renn exp	iration (mm-dd-yyyy)
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P O BOX 525 DRIPPING SPR,					
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MAILING ADDRESS	<del></del>		11112	<u> </u>	<del>-</del>
NAME	TITLE		DIRECTOR	Term exp	iration (mm-dd-yyyy)
<del></del>			YES	1 .	. ,,,,,,
MAILING ADDRESS					
SECTION B. List each corporation or limited liability ten percent (10%) or more. Enter the in					ny owns an interest of
Name of owned (subsidiary) corporation		State of incorporation	Texas SOS file r	number	Percentage Interest
NONE					
Name of owned (subsidiary) corporation		State of incorporation	Texas SOS file i	number	Percentage Interest
SECTION C. List each corporation or limited liability					eporting corporation or
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Office. P O BOX 525 DRIPPING SPRINGS TX	78620			-	o be made on-line at
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I declare that the info. in his document and any attachments					
been mailed to each person named in his report who is another			uris corp. or limited	1	
eign Officer director, or other authorized person	J.P. WILE PA S. Pres:	RESIDENT_	\$17/0-	7-	Creative Solutions
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Comptroller		Filing Num	nber: 800	ე1807(	3,,,,,,
of Public 05-102 Accounts (Rev. 9-04/23)	3333	ь. 🖿		0506	3141/00
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TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT		c. Tax	payer identification 11342416		d. Report year 2005
MUST be filed to satisfy franchise tax requirements		-	11342410	330	2005
Corporation name and address			e. PIR/IND	, ,	1, 2, 3, 4
WHISENANT & LYLE WATER SERVE	ICES INC	3	Secre	ctary of State file	number or, if none,
DRIPPING SPRINGS TX 786	20		Item k on F		nartered number
	- •		Form 05-14		0180703
If the preprinted information is not correct, please type or print	the correct info				
The following information MUST be provided for the Secretary			limited liability		
company that files a Texas Corporation Franchise Tax Report	•	•			
necessary. The information will be available for public inspecti	оп.			<u>Please si</u>	gn below!
Check here if there are currently no changes to the inform	ation preprinted	d in Section A			ector information is reported
of this report. Then, complete Sections B and C.  Corporation's principal office					a Public Information Report  The information is updated
1 1 2	PPING SPR	RINGS TX	8620	-	rt of the franchise tax report.
Principal place of business				•	quirement or procedure for
	PPING SPR		8620		the information as officers
SECTION A. Name. title, and mailing address of each office	TITLE	·	DIRECTOR	1	hange throughout the year. iration (mm-dd-yyyy)
RAYMOND O WHISENANT JR			X YES		
MAILING ADDRESS					
P O BOX 525 DRIPPING SPRI	TITLE	<del></del>	DIRECTOR	Term evol	iration (mm-dd-yyyy)
JOHN PATRICK LYLE	11112		X YES	_ Term oxp	mation (mm-ad-yyyy)
MAILING ADDRESS			-		-
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MAILING ADDRESS				- <u></u> -	
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NAME	TITLE		DIRECTOR YES	Term exp	iration (mm-dd-yyyy)
MAILING ADDRESS		_			
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SECTION B. List each corporation or limited liability compa	-				ny owns an interest of
ten percent (10%) or more. Enter the information	non requested	State of incorporation	Texas SOS file		Percentage Interest
NONE					
Name of owned (subsidiary) corporation		State of incorporation	Texas SOS file	number	Percentage Interest
SECTION C. List each corporation or limited liability compa- limited liability company. Enter the information					eporting corporation or
Name of owning (parent) corporation		State of incorporation	Texas SOS file		Percentage Interest
NONE					
Registered agent and registered office currently on file. (See instruction Agent: JOHN PATRICK LYLE	ons if you need to	make changes.)	Charle have if		to change this
Agent: JOHN PATRICK LYLE Office: P O BOX 525		Li	Check here if you information. Cha		o be made on-line at
DRIPPING SPRINGS TX 786	20			-	corp/sosda/index.shtm
I declare that the info. in this document and any attachments is true a	and correct to the	best of my knowledge and h	alief, as of the date	helow and that	a copy of this report has
been mailed to each person named in this report who is an officer or		•			
sign Office director or other anthorized person	Title	, ,	Date /2 /C		phone (Area code & number)
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Corporation's principal office					ector information is reported a Public Information Report	
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SECTION A. Name, title, and mailing address of each					the information as officers hange throughout the year.	
NAME	TITLE		DIRECTOR	Term expir	ation (mm-dd-yyyy)	]
RAYMOND O WHISENANT JR	<u> </u>		X YES			
P O BOX 525 DRIPPING SPRI						
NAME	TITLE		DIRECTOR	Term expir	ation (mm-dd-yyyy)	1
JOHN PATRICK LYLE			X YES			J
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NAME	TITLE		DIRECTOR	Term expira	ation (mm-dd-yyyy)	
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NONE						J
Registered agent and registered office currently on file. (See i	nstructions if you need to					
Agent: JOHN PATRICK LYLE Office: P O BOX 525		<del>-</del>	Check here if yo		to change this o be made on-line at	
DRIPPING SPRINGS TX	78620			=	o be made on-line at corp/sosda/index.shtml	
l peclare that the info, in this document and any attachments teen mailed to each person named in this report who is an or	is true and correct to the t ficer or director and who is	pest of my knowledge and bel s not currently employed by the	ief, as of the date this corp. or limited I	elow, and that	a copy of this report has r a related corporation.	
Officer director or other authorized person	Title, /	_	Date /		hone (Area code & number)	1
Hele Whoseinet &.	1.P. VICET	RESIDENT	03/02/0	1 5/2	858-4375	1
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05-102 (11-06/26)

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This report MUST be filed to satisfy franchise tax requirements

c.	Taxpayer identification number	d. 1	Report year
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TEXAS FRANCHISE TAX PUBLIC	INFORMATION	REPORT	113424	16390	J   🕶	2007
Corporation name a			e. PIR/IN	D 1		
WHISENANT & LYLE WATER S P O BOX 525	SERVICES INC			tary of State fil		
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Section A of this report. Then, complete Sections  Corporation's principal office	b and C.	······································				nation is reporte
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SECTION A. Name, title, and mailing address of eac	h officer and director.			• • •		ughout the year
NAME	TITLE		DIRECTOR	Term expir	ration (mm	-dd-yyyy)
RAYMOND O WHISENANT JR			X YES			
MAILING ADDRESS P O BOX 525 DRIPPING SPRI	•					
NAME NAME	TITLE		DIRECTOR	<b>T</b>		-d-t
JOHN PATRICK LYLE	111125		X YES	Term expir	ation (mm	-dd-yyyy)
MAILING ADDRESS			44   123	1		
P O BOX 525 DRIPPING SPR,						
NAME	TITLE	<u> </u>	DIRECTOR	Term expir	ration (mm	-dd-yyyy)
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NAME	TITLE		DIRECTOR	Term expir	ation (mm	-dd-yyyy)
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SECTION B. List each corporation or limited liability of percent (10%) or more. Enter the information of the		-			owns an i	nterest of ten
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SECTION C. List each corporation or limited liability of limited liability company. Enter the infor					orting corp	oration or
Name of owning (parent) corporation or limited liability comp		State of inc./organization	Texas SOS file r		Percenta	ige Interest
Registered agent and registered office currently on file. (See	instructions if you need to	make changes.)				
Agent: JOHN PATRICK LYLE						
Office: P O BOX 525		1 1	Check here if yo	u need forms	to change	e the

I declare that the info. in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer or director and who is not currently employed by this, or a related, corporation or limited liability company.

sign here ▶

DRIPPING SPRINGS TX 78620

President

Date

registered agent or registered office information.

512-217-230**3** 

Creative Solutions

# Form 404 (revised 9/03)

Return in Duplicate to: Secretary of State P.O. Box 13697 Austin, TX 78711-3697 FAX: 512/463-5709

Filing Fee: \$150



Articles of Amendment Pursuant to Article 4.04, Texas Business Corporation Act This space reserved for office use.

# FILED In the Office of the Secretary of State of Texas

MAR 3 0 2007

# **Corporations Section**

### Article 1 -Name

WHISENANT	&	LYLE	WATER	SERVICES,	INC.	
	_					

State the name of the entity as it is currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name in Article 1.

The filing number issued to the corporation by the secretary of state is:

800180703

# Article 2—Amended Name

(If the purpose of the articles of amendment is to change the name of the corporation, then use the following statement)

The amendment changes the articles of incorporation to change the article that names the corporation. The article in the Articles of Incorporation is amended to read as follows:

The name of the corporation is (state the new name of the corporation below)

# LYLE & WHISENANT HOLDINGS, INC.

The name of the entity must contain an organizational ending or accepted abbreviation of such term. The name must not be the same as, deceptively similar to or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

# Article 3 - Amendment to Registered Agent/Registered Office

The amendment changes the articles of incorporation to change the article stating the registered agent and the registered office address of the corporation. The article is amended to read as follows:

Registered Agent of the Corporation (Complete either A or B, but not both. Also complete C.)

A. The registered agent is an organization (cannot be corporation named above) by the name of:

OR

X B. The registered agent is an individual resident of the state whose name is set forth below.

First Name	MI	Last Name		Suffix	
JOHN	P.	LYLE			
	•		2 8 M		ţ

Registered Office of the Corporation (Cannot b	e a P.O	. Box.)
------------------------------------------------	---------	---------

C. The business address of the registered agent and the registered office address is:						
Street Address	City	State	Zip Code			
P.O. Box 525	Dripping Springs	TX	78620			

Article 4 - Other Altered, Added, or Deleted Provisions
Other changes or additions to the articles of incorporation may be made in the space provided below. If the space provided is insufficient to meet your needs, you may incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.
Text Area (The attached addendum, if any, is incorporated herein by reference.)
Article 5—Date of Adoption
The date of the adoption of the amendment(s) by the shareholders of the corporation, or by the board of directors where no shares have been issued is March 28, 2007
Article 6—Statement of Approval
The amendments to the articles of incorporation have been approved in the manner required by the Texas Business Corporation Act and by the constituent documents of the corporation.
Effective Date of Filing
A. This document will become effective when the document is filed by the secretary of state.
OR
B. X This document will become effective at a later date, which is not more than ninety (90) days
from the date of its filing by the secretary of state. The delayed effective date is April 1, 2007

## Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a false or fraudulent document.

Signature of Authorized Officer

Date

JOHN PATRICK LYLE

# **Execution and Filing**

The articles of amendment should be signed by an authorized officer of the corporation. If no shares have been issued, the articles may be executed by a majority of the directors. Two copies of the articles of amendment should be delivered to the secretary of state. The secretary of state will return a file stamped copy of the articles along with a certificate of amendment, if a duplicate copy of the document was provided for such purpose.

Fee

The filing fee for articles of amendment is \$150.00.

# TEXAS LIMITED LIABILITY COMPANY ACT

A limited liability company may amend its articles of organization to change its name, purpose, or duration or to include, modify or delete any provision which could be lawfully included in the original articles of organization. Pursuant to article 3.02, the provisions of Part Eleven of the TLLCA relating to professional limited liability companies may be included in the articles of organization. Consequently, the secretary of state will accept articles of amendment to change the purpose of the limited liability company from that of a professional limited liability company to that of limited liability company formed for general business purposes and vice-versa.

The secretary of state will not accept articles of amendment to change the organizers of the limited liability company since the organizers were the persons who signed the original articles of organization. A limited liability company formed before September 1, 1993, under a name that complied with TLLCA, article 2.03 at the time of its formation, is not required to change the name of the limited liability company to comply with the requirements of revised article 2.03. However, a limited liability company formed prior to September 1, 1993, that desires to have a perpetual existence, must file articles of amendment to its articles of organization to make the duration of the company perpetual.

Articles of amendment may include as many changes as the company desires. However, if extensive amendments are proposed, the limited liability company may wish to consider filing restated articles of

05-102 (11-06/26)

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This report MUST be filed to satisfy franchise tax requirements

c.	Taxpayer identification number	d. 1	Report year
-	11342416390	j   <b>-</b>	2007
	e. PIR/IND 1	<b>4</b>	

TEXAS FRANCHISE TAX PUBLIC	INFORMATION	REPORT	113424	16390	J   🕶	2007
Corporation name a			e. PIR/IN	D 1		
WHISENANT & LYLE WATER S P O BOX 525	ERVICES INC			tary of State fil		
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Please mark through any incorrect information, and type	e or print the correct in	formation.		A MILLOLDIN HER ALLAN	EDIA DIRECTALE	
The following information is required by Section 171.20 limited liability company that files a Texas Corporation for Sections A, B, and C, if necessary. The information	Franchise Tax Report. will be available for put	Use additional sheets blic inspection.				
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Principal place of business				annually as pa	irt of the fra	inchise tax repo
P O BOX 525	DRIPPING SPR	INGS TX 7	8620			or procedure for ation as officers
SECTION A. Name, title, and mailing address of each	n officer and director.					oughout the year
NAME	TITLE		DIRECTOR	Term expir	ration (mm	-dd-yyyy)
RAYMOND O WHISENANT JR			X YES			
MAILING ADDRESS P O BOX 525 DRIPPING SPRI						
NAME NAME	TITLE		DIRECTOR	T		
JOHN PATRICK LYLE	1116		X YES	Term expir	ation (mm	-aa-yyyy)
MAILING ADDRESS	I		1 120	1		
P O BOX 525 DRIPPING SPR,						
NAME	TITLE	<u> </u>	DIRECTOR	Term expir	ration (mm	-dd-yyyy)
			YES	<u> </u>		
MAILING ADDRESS						
NAME	TITLE		DIRECTOR	Term expir	ration (mm	-dd-yyyy)
			YES	<u> </u>		
MAILING ADDRESS						
NAME	TITLE		DIRECTOR	Term expir	ation (mm	-dd-yyyy)
			YES	<u> </u>		
MAILING ADDRESS						
SECTION B. List each corporation or limited liability of percent (10%) or more. Enter the inform		-			owns an i	nterest of ten
Name of owned (subsidiary) corporation or limited liability company <b>NONE</b>		State of inc./organization	Texas SOS file number Percentag		age Interest	
Name of owned (subsidiary) corporation or limited liability company		State of inc./organization	Texas SOS file number Percentage I		ige Interest	
SECTION C. List each corporation or limited liability of limited liability company. Enter the inform					orting corp	poration or
Name of owning (parent) corporation or limited liability compa		State of inc./organization	Texas SOS file i		Percenta	age Interest
Registered agent and registered office currently on file. (See	instructions if you need to	make changes.)				
Agent: JOHN PATRICK LYLE		<b>.</b> →				
Office: P O BOX 525		<b>!</b>	Check here if vo	u need forms	to chang	e the

I declare that the info. in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer or director and who is not currently employed by this, or a related, corporation or limited liability company.

sign here ▶

DRIPPING SPRINGS TX 78620

President

Date

registered agent or registered office information.

512-217-230**3** 

Creative Solutions

# **TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**

1 × 2003	(Rev. 1-08/28)	TEXTO TITLIFICATION TO THE CONTRACTION TO THE CONTR
Voc 4.4	(Nev. 1-00/20)	(To be filed by Corporations or Limited Liability Companies (LLCS))
Ver. 1.1 ■ Tcode 131	■ Tcode 13196	This report MUST be filed to satisfy franchise tax requirements
Taxpayer	number	■ Report year

You have certain rights under Chapter 552 and 559, Government Code

11342416390		Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.								
	LE WATER SERVICE	s inc								
Mailing address P O BOX 525						Secretary   Comptrolle			er or	
City	Stat			Code	Plus 4	]				
DRIPPING SPRING	GS   T	K	78	620	I	0800	1807	03		
Check box if there are	currently no changes or additio	ns to the information	on displayed in Sec	tion A of this	report. Then	complete Sections E	3 and C.			
Entity's principal office										
P O BOX 525		DRIPPING	SPRINGS	TX	78620					
Principal place of business P O BOX 525		DRIPPING	SPRINGS	тx	78620					
Please sign below! Re	ficer, director and member Inforeport is completed. The informate port. There is no requirement or ficers, directors, or members characters.	ion is updated ann procedure for sup	ually as part of the plementing the infor	franchise ta:						
SECTION A. Name, title and	d mailing address of each office	r, director or memb	er.			11	.342	4163	900	9
Name		Title		1	Director	m	m	d d	у	у
_					X YES	Term				
RAYMOND O WHISI	ENANT JR	City		- 1		expiration	,	21D O-4		
Mailing address P O BOX 525 DRIPPI	NG SPRT	City				State		ZIP Code	1	
Name		Title		1	Director	m	m	d d	v	v
					X YES	Term	***	<b>.</b>	y	7
JOHN PATRICK L	YLE				A 1ES	expiration				
Mailing address	NC CDD	City				State		ZIP Code		
P O BOX 525 DRIPPI	NG SPR,	Title		ŀ	Director	m	m l	4 4	v	1/
vanic		1100			YES	Term   expiration	***		У	¥
Mailing address		City		1		State		ZIP Code	<b>;</b>	
SECTION B. Enter the inform	mation required for each corpor	ation or LLC, if any	, in which this repo	rting entity o	wns an interes	st of ten percent (10	%) or m	ore.		
Name of owned (subsidiary) co	orporation or limited liability com	npany St	ate of formation		Texas SOS	file number, if any	Perc	entage of	Owne	ership
I Name of owned (subsidiany) or	ornoration or limited liability com	nany ISt	ate of formation		LTAVAS SOS	file number if any	I Darc	entage of	Owne	arehir

Name of owned (subsidiary) corporation or limited liability company  NONE	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
SECTION C. Enter the information required for each corporation or LLC, if	any, that owns an interest of ten per	cent (10%) or more in this reporting	g entity.
Name of owned (parent) corporation or limited liability company NONE	State of formation	Texas SOS file number, if any	Percentage of Ownership

Registered agent and registered office currently on file. (See instructions if you need to make changes) Check box if you need forms to change

the registered agent or registered office information. JOHN PATRICK LYLE Agent: State

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here

P O BOX 525

Office:

03/11/2009

DRIPPING SPRINGS

Area code and phone number

ZIP Code

78620



TX