

1.) CORPORATION NAME:

Goodman Distribution, Inc.

DUE DATE: **7/31/2011**

SCC ID NO: **F1114208**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

AUTH IN VI

CT CORPORATION SYSTEM

4701 COX RD STE 301

GLEN ALLEN, VA 23060-6802

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	2,500
PREFER	2,500

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

HENRICO COUNTY

4.) STATE OR COUNTRY OF INCORPORATION:

TX

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 5151 SAN FELIPE ST STE 500

CITY/ST/ZIP: HOUSTON, TX 77056-3650

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: JAMES L MISHLER
TITLE: PRESIDENT
ADDRESS: 5151 SAN FELIPE ST
STE 500
CITY/ST/ZIP/CO: HOUSTON, TX 77056-3650

OFFICER

DIRECTOR

NAME: BEN D. CAMPBELL
TITLE: EXEC VP/SEC/GC
ADDRESS: 5151 SAN FELIPE ST
STE 500
CITY/ST/ZIP/CO: HOUSTON, TX 77056-3650

OFFICER

DIRECTOR

NAME: R MIKE BRYANT
TITLE: ASST SEC
ADDRESS: 5151 SAN FELIPE ST
STE 500
CITY/ST/ZIP/CO: HOUSTON, TX 77056-3650

OFFICER

DIRECTOR

NAME: MARK M DOLAN
TITLE: TREASURER
ADDRESS: 5151 SAN FELIPE ST
STE 500
CITY/ST/ZIP/CO: HOUSTON, TX 77056-3650

OFFICER

DIRECTOR

NAME: DAVID L SWIFT
TITLE: CEO
ADDRESS: 5151 SAN FELIPE ST
STE 500
CITY/ST/ZIP/CO: HOUSTON, TX 77056-3650

OFFICER

DIRECTOR

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ MARK M DOLAN	MARK M DOLAN, TREASURER	5/19/2011
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.