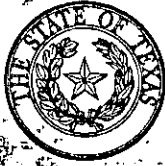


**Form 304
(Revised 12/09)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: \$750



This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

JAN 25 2010

**Application for
Registration
of a Foreign Limited
Liability Company**

Corporations Section

1. The entity is a foreign limited liability company. The name of the entity is:

Safeguard Capital, LLC

Provide the full legal name of the entity as stated in the entity's formation document in its jurisdiction of formation.

2A. The name of the entity in its jurisdiction of formation does not contain the word "limited liability company" or "limited company" (or an abbreviation thereof). The name of the entity with the word or abbreviation that it elects to add for use in Texas is:

2B. The entity name is not available in Texas. The assumed name under which the entity will qualify and transact business in Texas is:

The assumed name must include an acceptable organizational identifier or an accepted abbreviation of one of these terms.

3. Its federal employer identification number is: 32-0298031

Federal employer identification number information is not available at this time.

4. It is organized under the laws of: (set forth state or foreign country) Nevada

and the date of its formation in that jurisdiction is: 12/03/2009

mm/dd/yyyy

5. As of the date of filing, the undersigned certifies that the foreign limited liability company currently exists as a valid limited liability company under the laws of the jurisdiction of its formation.

6. The purpose or purposes of the limited liability company that it proposes to pursue in the transaction of business in Texas are set forth below.

Any lawful business or activity under the law of the State of Texas.

The entity also certifies that it is authorized to pursue such stated purpose or purposes in the state or country under which it is organized.

7. The date on which the foreign entity intends to transact business in Texas, or the date on which the foreign entity first transacted business in Texas is: Date of qualification with the TX Secretary of State

mm/dd/yyyy Late fees may apply (see instructions).

8. The principal office address of the limited liability company is:

7668 Warren Parkway, Suite 350 Frisco TX USA 75034

Address City State Country Zip/Postal Code

Complete item 9A or 9B, but not both. Complete item 9C.

9A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

9B. The registered agent is an individual resident of the state whose name is:

Jeff Carlson
First Name M.I. Last Name Suffix

9C. The business address of the registered agent and the registered office address is:

7668 Warren Parkway, Suite 350 Frisco TX 75034
Street Address City State Zip Code

10. The entity hereby appoints the Secretary of State of Texas as its agent for service of process under the circumstances set forth in section 5.251 of the Texas Business Organizations Code.

11. The name and address of each governing person is:

NAME AND ADDRESS OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)			
IF INDIVIDUAL			
James		Talbert	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
OR			
IF ORGANIZATION			
<i>Organization Name</i>			
7668 Warren Parkway, Suite 350	Frisco	TX	USA 75034
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

NAME AND ADDRESS OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)			
IF INDIVIDUAL			
Jeff		Carlson	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
OR			
IF ORGANIZATION			
<i>Organization Name</i>			
7668 Warren Parkway, Suite 350	Frisco	TX	USA 75034
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

NAME AND ADDRESS OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)			
IF INDIVIDUAL			
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
OR			
IF ORGANIZATION			
<i>Organization Name</i>			
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing (Select either A, B, or C.)

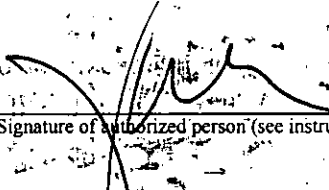
- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 1.18.10


Signature of authorized person (see instructions)

Jeff Carlson, President

Printed or typed name of authorized person.

SAFEGUARD RECOVERY, LLC

6136 Frisco Square Blvd., Ste. 400
Frisco, Texas 75034

January 18, 2010

Texas Secretary of State
Corporations Division
James Earl Rudder Office Building
1019 Brazos
Austin, TX 78701

Re: Consent to Use Similar Name

Dear Sir or Madam:

Be advised that the undersigned officer of Safeguard Recovery, LLC, hereby consents to the use of the following name:

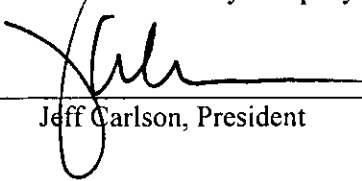
Safeguard Capital, LLC

This consent may be relied upon by the office of the Secretary of State for the State of Texas for use by any entity represented by Leggett & Clemons, PLLC.

Very truly yours,

SAFEGUARD RECOVERY, LLC
a Nevada limited liability company

By: _____


Jeff Carlson, President