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ACCOUNT NO. : 072100000032

REFERENCE : 712568 4361496

AUTHORIZATION : *Patricia Pigjunt*

COST LIMIT : \$ 70.00

ORDER DATE : May 26, 2000

ORDER TIME : 11:17 AM

ORDER NO. : 712568-005

CUSTOMER NO: 4361496

CUSTOMER: Christine Scurto, Legal Asst
Butzel Long
150 W. Jefferson / Ste. 900
Detroit, MI 48226

900003270319--2

FOREIGN FILINGS

NAME: MIEBACH LOGISTICS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

ML 5/30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 30 PM 1:40
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 MAY 30 PM 12:09

TRANSMITTAL LETTER

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 30 PM 1:40

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Miebach Logistics, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Christine A. Scurto
(Name of Person)
Butzel Long
(Firm/Company)
150 W. Jefferson, Suite 900
(Address)
Detroit, Michigan 48226-4430
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Christine A. Scurto at (313) 225-7084
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
00 HRS 30 PM 1:40

1. Miebach Logistics, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Michigan 3. 38-3359243
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 18, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 900 Victors Way, Suite 290
Ann Arbor, Michigan 48108-2705
(Current mailing address)

8. Operating consulting office
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

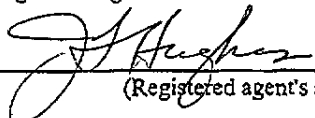
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: James L. Hughes

Office Address: 1200 North Federal Highway, Suite 420
Boca Raton, Florida, 33432
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: 
(Registered agent's signature) James L. Hughes

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 30 PM 1:40

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

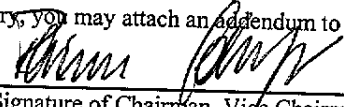
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rainer Schulz, Executive Vice President
(Typed or printed name and capacity of person signing application)

**RIDER TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
FOR MIEBACH LOGISTICS, INC.**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 30 PM 1:40

Directors:

Dr. Joachim Miebach
Miebach Logistik Holding GmbH
Untermainanlage 5
60329 Frankfurt am Main
Germany

Rainer Schulz
900 Victors Way, Suite 290
Ann Arbor, Michigan 48108-2705

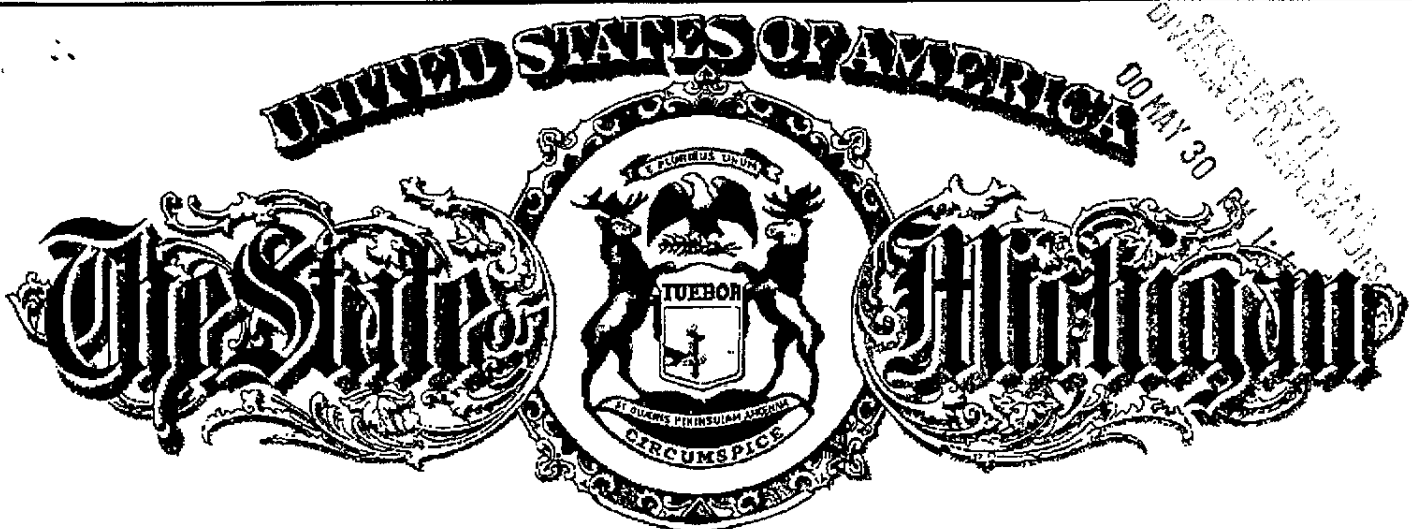
Officers:

Dr. Joachim Miebach
Miebach Logistik Holding GmbH
Untermainanlage 5
60329 Frankfurt am Main
Germany

President

Rainer Schulz
900 Victors Way, Suite 290
Ann Arbor, Michigan 48108-2705

Secretary, Treasurer, Chairman and
Executive Vice President



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

MIEBACH LOGISTICS, INC.

was validly incorporated on April 18, 1997, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 18th day of May, 2000.

, Director

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Corporation, Securities and Land Development Bureau