

CT CO

# FO 1000000080

CORPORATION(S) NAME

BMW (US) Holding Corp.

000003525270--9  
-01705701--01037--022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Photocopies         | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call If Problem    |
| <input type="checkbox"/> Call If Problem     | <input type="checkbox"/> Will Wait              | <input type="checkbox"/> After 4:30         |
| <input type="checkbox"/> Will Wait           | <input checked="" type="checkbox"/> Walk In     | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> After 4:30          | <input type="checkbox"/> Mail Out               |                                             |

Name \_\_\_\_\_  
 Availability \_\_\_\_\_  
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 Examiner \_\_\_\_\_  
 Updater \_\_\_\_\_  
 Verifier \_\_\_\_\_  
 W.P. Verifier \_\_\_\_\_

1/5/01

Kite Sewnd

Order#: 3443084

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

FILED  
 01 JAN -5 PM 5:31  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

RECEIVED  
 01 JAN -5 AM 11:12  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATE REG.  
 TALLAHASSEE, FLORIDA

660 East Jefferson Street  
 Tallahassee, FL 32301  
 Tel. 850 222 1092  
 Fax 850 222 7615

32  
115

**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.*

1. BMW (US) Holding Corp.  
(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. Delaware 3. 22-2013053  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 06/12/1973 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon goal.  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 300 Chestnut Ridge Road, Woodcliff Lake, NJ 07677  
(Principal office address)
- P.O. Box 1227 Westwood, NJ 07675-1227  
(Current mailing address)

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8. Holding Corporation.  
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (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.*

C T Corporation System  
By: Charles W Meyer CHARLES W. MEYER  
(Registered agent's signature) ASSISTANT SECRETARY

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: SEE ATTACHMENT

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. Thomas F.G. Purves, President

(Typed or printed name and capacity of person signing application)

# BMW (US) Holding Corp.

13 November 2000

## Officers and Directors information:

President and CEO:	Thomas F.G. Purves	25 Rustic Road Upper Saddle River, NJ 07458
Executive Vice President:	Dr. Werner Adelberger	21 High Street Mahwah, NJ 07430
Vice President:	Craig Helsing	4808 Foxhall Crescent, NW Washington, DC 20007
Treasurer:	Norbert Mayer	61 Jared Drive White Plains, NY 10605
Chief Tax Officer:	J. Allen Henrici	3 Dennis Drive Woodcliff Lake, NJ 07675
General Council & Secretary:	Dennis J. Helfman	15 Valley View Terrace Montvale, NJ 07645
Assistant Secretary:	Kevin J. Healy	4380 Vireo Ave. Apt. 61 Bronx, NY 10470
Assistant Secretary Taxation:	David Curto	17 Suburban Drive West Orange, NJ 07052
Bussiness Address:	300 Chestnut Ridge Rd. Woodcliff Lake, NJ 07675	

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TALLAHASSEE, FLORIDA

Headquarters  
300 Chestnut Ridge Road  
Woodcliff Lake, NJ 07675

Mailing Address  
PO Box 1227  
Westwood, NJ 07675-1227

Telephone  
(201) 307-4000

Facsimile  
(201) 307-4095

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BMW (US) HOLDING CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
01 JAN -5 PM 5:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*  
Edward J. Freel, Secretary of State

0792188 8300

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AUTHENTICATION: 0863324

DATE: 12-19-00